# HELLBOY: RISE OF THE BLOOD QUEEN

Screenplay by
Andrew Cosby

Revisions by
Christopher Golden, Mike Mignola and Andrew Cosby

Current draft by
Andrew Cosby

Based on the comic book series by Mike Mignola

November 16, 2016

Lawrence Gordon Productions
12011 San Vicente Boulevard, Suite 350
Los Angeles, CA 90049
310-472-4786

FADE IN:

EXT. ENGLISH COUNTRYSIDE - 566 A.D. - NIGHT

A BAND OF CELTIC WARRIORS thunders past on horseback, silhouetted against the blood moon. Dangerous looking men, faces painted for war, covered in scars and runic tattoos.

They slow as they come to a loose collection of stone houses with thatched roofs. A once prosperous medieval village, now a graveyard. Bodies in the streets, covered in sores, tongues black and swollen. These people died screaming, victims of the devastating plague sweeping through Europe.

The Celts survey the gruesome scene, cold dead eyes staring back at them as they ride on, heading for the forest.

EXT. FOREST - CONTINUOUS

Following a trail of rotting trees, the Celts head deep into the dark wood. Shafts of moonlight filter through craggy branches, casting clawed shadows upon the forest floor. Flickering firelight beckons from up ahead...

EXT. PENDLE HILL - CONTINUOUS

In a small clearing at the foot of an isolated hill, a COVEN OF WITCHES makes camp for the night. Dozens of them, pale, lifeless things with hollow eyes and empty souls.

And at the center of it all, lit by a blazing bonfire and wearing a CROWN OF THORNS, is their leader, THE BLOOD QUEEN, an otherworldly beauty, both ancient and terrible. She holds court from the trunk of a sprawling cypress:

BLOOD QUEEN
...but I say to you, here and now, never again! No longer will we cower in the shadows like dogs, letting them slaughter us without thought or consequence! This is our world too. And if they cannot live with us, then they cannot be suffered to live at all!

On that note, the witches let loose a fearsome battle cry that echoes through the night. The Blood Queen just stands there, looking out over her flock, smugly triumphant.

Then, she catches sight of something GLINTING in the surrounding forest. Her expressions falters as -- THWAP!

An arrow hits the Blood Queen in the chest. Dead center. She's unable to hide her surprise as she stares down at the shaft protruding from her chest.

THWAP! THWAP! THWAP! More arrows erupt from the tree line, pincushioning the Blood Queen, forcing her back against the tree. But still she does not fall.

With a wave of her clawed hand, the edge of the forest wilts. THREE CELT BOWMEN tumble out, dead before they hit the ground, consumed by her supernatural plague, which seems more like a living thing than any disease known to man.

The Blood Queen smiles and pulls out one of the arrows, realizing too late that this was merely a distraction...

With an epic battle cry, a huge CELT WARRIOR lunges from the woods to drive his spear through the Blood Queen, impaling her against the cypress.

The other witches flee into the woods. The Blood Queen HISSES, more from rage than pain, exhaling her plague breath in the warrior's face. He staggers, tears off his helmet, clawing at his eyes and throat as he's consumed by disease. A second warrior steps forward, strong and unafraid.

BLOOD QUEEN (CONT'D)
What is this then? More lambs to the slaughter?

He removes his helmet to reveal the steely grey eyes of a born leader, ARTUR, years of hardship etched upon his scarred visage. Unlike the others, he is covered head to toe in intricate arcane symbols.

ARTUR
Only a fool mistakes a lion for a lamb.

BLOOD QUEEN
Ah, the mighty King Artur. I did not think you had the courage to face me alone.

ARTUR
It is not courage I lack. Only mercy. And I am not alone...

Three WITCH SISTERS step forward to stand alongside Artur. The eldest, GANEIDA, can barely lift her head to meet the Blood Queen's shocked gaze.

BLOOD QUEEN
You! You led them here?

GANEIDA
I had no choice. This war between our kind and theirs must end. So I have brokered a truce.

BLOOD QUEEN
In exchange for what?

A druid appears, MYRDDIN, young and fierce-looking, with long dark hair and a patch over one eye, cloaked in a robe of bones and raven feathers. He's flanked by Celts carrying stout WOODEN CRATES etched in ARCANE RUNES.

MYRDDIN
This madness ends now, Nimue.

BLOOD QUEEN
You hunt our kind to oblivion, and dare to call me mad?

She pulls the spear from her chest, freeing herself.

BLOOD QUEEN (CONT'D)
For centuries, we have tried to live in peace, all the Creatures of the Night. But still you call us monsters. You make up stories to scare the children, blame us when your crops fail. Because we are different, because you don't understand. You have always feared us. And what man fears, he destroys. You are the real plague. You and all of humanity.
(to Ganeida)
Be their servant if you must, but I bow my head to no man.

ARTUR
(drawing his sword)
Bow you then to <u>Excalibur</u>!

BLOOD QUEEN
Fool! Mortal weapons cannot harm me!

ARTUR
This is no mortal weapon...

Artur brandishes the sword, which gleams unnaturally in the moonlight. The Blood Queen waves a hand, but her dark magic washes harmlessly over him, absorbed by the mystic runes.

BLOOD QUEEN
I see. Myrddin’s pitiful magic protects you from my blight. No matter, I still have a thousand ways to kill you.

ARTUR
Alas, I have but the one.

With a flash of steel, Artur chops off her hand. The Blood Queen falls to her knees, losing her crown of thorns in the process. She clutches the bloody stump, staring in disbelief.

While Artur and his Celts are distracted, Ganeida grabs the discarded crown and quickly retreats back into the forest, along with the other witches. Myrddin picks up the Blood Queen’s severed hand. It writhes in his grasp.

MYRDDIN
This is man’s world now, Nimue. Your time has come and gone.

BLOOD QUEEN
You think this is over, Myrddin? I am eternal! My time is without end!

ARTUR
Then let that eternity be your hell.

Artur raises the sword high. The Blood Queen SCREAMS.

EXT. PENDLE HILL - MOMENTS LATER

PULL BACK from the Blood Queen’s SCREAMING FACE to reveal we are now looking at her SEVERED HEAD inside one of the wooden crates. Her screams cut short as the lid is nailed shut.

The remaining body parts are placed into separate crates. SIX IN TOTAL. Sealed tight. Each strapped to a different horse.

MYRDDIN
Go now. Bury her wretched remains deep in the earth. As far from here as you can.

SIX BRAVE CELTS mount up and ride off in different directions, taking the remains of the Blood Queen with them to the far corners of England.

DISSOLVE TO:

EXT. BAR - NIGHT

The most low-rent bar on the worst street in the sketchiest part of Tijuana.

**SUPER: TIJUANA, MEXICO. PRESENT DAY.**

Through the windows of the cantina, we see a HULKING FIGURE in a trench coat and hoodie, drinking and carousing, having a good time before stumbling over and smashing through a table.

No one moves to help him as he drunkenly rises back to his feet and stumbles out the door.

ACROSS THE STREET - two very TOUGH-LOOKING MEXICANS watch with keen interest as the hulking figure heads off, turning down a dark alley.

INT. ALLEY - CONTINUOUS

The Mexicans approach from behind as the hooded figure reaches the end of the alley. He suddenly stops, speaking to them without turning around, a deep resounding voice:

FIGURE
You'll have to forgive me, my Spanish is a little rusty...

He turns, revealing the demonic red face and stubby horns of our titular hero, HELLBOY.

HELLBOY
How do you say "Big Mistake" in español?

As Hellboy steps forward menacingly --

MEXICAN #1
You are the one they call the Hellboy, no?

MEXICAN #2
We have heard the stories and are very much in need of your help.

HELLBOY
Look, fellas, I'm sorta on vacation here, so --

MEXICAN #1
Please, Señor. We would not ask if it were not muy importanté.

MEXICAN #2
For months now, our brother Hector has been disappearing. Only for a few days, but then he returns with no memory of where he was been or what he has done.

MEXICAN #1
Always, we hear of terrible things. I fear for what may happen if something is not done.

Hellboy glances up at the FULL MOON.

HELLBOY
Once a month, huh?

MEXICAN #1
Sí, señor.

Hellboy considers this a long beat.

HELLBOY
Where's your brother now?

EXT. WRESTLING ARENA - NIGHT

A rundown Lucha Libre arena on the outskirts of town. Vendors selling everything from stale churros to colorful Luchador masks. The CHEERS of a lively crowd rising from within.

INT. WRESTLING ARENA - CONTINUOUS

MASKED LUCHADORES square-off center ring, a four-man tag-team match, entertaining a packed house with an impressive display of acrobatics and choreographed moves.

EL TORO waits outside the ropes, while the masked CRUSADER gets double-teamed by the villainous VASCO BROTHERS.

The banners around the arena and fan t-shirts make it apparent that Crusader is a hometown favorite. He plays to his audience, drawing CHEERS from the crowd. But then falters, falls to one knee, in the throes of some spasm.

The Vasco Brothers look to one another, not sure what to do. A hush falls over the crowd. The REFEREE leans down to check on their fallen hero, whose eyes suddenly pop open, fiery yellow and bloodshot.

Crusader grabs the referee by the throat, forcing the Vasco Brothers to break character in an attempt to rescue the ref. The crowd cheers again, thinking it's just part of the act.

EL TORO
(subtitled, in Spanish)
Hector, what's wrong with you? This isn't what we rehearsed!

Crusader glares at El Toro with INHUMAN EYES. He tosses the referee aside and lunges at El Toro, teeth gnashing, CLAWS bursting through his wrestling gloves.

HELLBOY (O.S.)
Hey, amigo!

Crusader stops and turns as Hellboy climbs into the ring. The crowd CHEERS again, assuming Hellboy's some new masked wrestler there for their entertainment.

HELLBOY (CONT'D)
I hear you haven't been feeling yourself these days.

Crusader lunges. Hellboy catches him in a headlock, sees the fiery yellow eyes and fangs hidden behind his wrestling mask.

HELLBOY (CONT'D)
My what big teeth you have.

Crusader growls and swipes at Hellboy with razor-sharp claws. Hellboy grabs the arm and pulls up Crusader's sleeve to take a look at the FANG MARKS hidden there.

HELLBOY (CONT'D)
Yup. That's what I thought.

Fans continue to cheer as the Crusader twists out of Hellboy's grip, then leaps on top of Hellboy, teeth snapping. Hellboy throws him off. Crusader circles like a predator.

HELLBOY (CONT'D)
Look. I'm gonna cut you some slack, cuz maybe you don't habla the inglez so well --

Crusader grabs Hellboy, lifts him over his head and SLAMS him down to the mat, crushing his face into the canvas.

HELLBOY (CONT'D)
...ouch.

Hellboy kicks Crusader away and scrambles back to his feet, then strips out of his trench coat and waves it like a Matador's cape. (Cue MARIACHI GUITAR)

The crowd grows silent, breathless with anticipation. Crusader lunges again. Hellboy pivots out of the way with a flourish of his coat, sending Crusader into the ring pole.

HELLBOY (CONT'D)
Olé!

Crusader roars and tears his shirt off, revealing that he's transformed into some kind of hideous BAT/WOLF CREATURE. The CROWD GOES WILD! They're loving this, leaping to their feat, turning over chairs as many of them rush the ring.

HELLBOY (CONT'D)
Hey! Stay back! This isn't part of the show!

Crusader lunges at one of the fans, but Hellboy dives between them, taking a big bloody gash across his back. Hellboy cries out, dangles the coat again. When Crusader charges, Hellboy whips it away to reveal his HUGE STONE FIST.

CRACK! A devastating uppercut sends Crusader flying back into the ring pole, putting him down for the count. The unconscious Crusader begins a reverse-transformation, reverting back to human. His brothers look on in horror.

MEXICAN #1
What did you do to Hector?

HELLBOY
What did I do?!?

Hellboy shakes his head and climbs out of the ring.

HELLBOY (CONT'D)
Get yourselves a calendar. Make sure he's chained up during the full moon.

Before the brothers can respond -- SMACK! Hellboy is struck from behind by a crumpled BEER CAN. He spins to see the crowd has turned on him. They're an ANGRY MOB now, throwing trash and yelling obscenities, completely out of control.

HELLBOY (CONT'D)
Ah c'mon! I'm the good guy here!

EXT. WRESTLING ARENA - MOMENTS LATER

Hellboy exits the arena beneath a hail of garbage... runs headlong into a couple of B.P.R.D. AGENTS waiting for him beside a sleek black SUV.

B.P.R.D. AGENT
Your father wants to see you.

Hellboy looks back at the angry fans emerging from the arena.

HELLBOY
No time like the present.

He climbs into the back of the SUV, which sinks low, groaning beneath his tremendous weight. The Agents take one look at the angry mob headed their way and decide Hellboy's got the right idea. They jump in and speed away.

INT. B.P.R.D. VAN - CONTINUOUS

Heading down a dusty road, angry mob receding into the distance.

AGENT #2
What happened back there?

HELLBOY
Same thing that always happens.
How'd you boys find me, anyway?

AGENT #1
We never lost you.

AGENT #2
The Professor likes us to keep close tabs on all our assets.

HELLBOY
Did you just call me an *asset*?

AGENT #2
Sorry, I meant --

HELLBOY
Yeah. I know what you meant.

Hellboy lies back, pulling up his hood.

HELLBOY (CONT'D)
Wake me when we hit Texas. I wanna stop for ribs.

EXT. B.P.R.D. HEADQUARTERS - DAY

On a snow-capped mountainside, a low-slung, modern complex juts up from the surrounding rock, the exposed tip of a much larger structure buried beneath.

**SUPER: BUREAU FOR PARANORMAL RESEARCH AND DEFENSE**

INT. B.P.R.D. HEADQUARTERS - DAY

A bustling high-tech facility adorned with all manner of arcane artifacts: cryptid skeletons, freakish things encased in formaldehyde, period weapons, etc. Etched into the floor is a symbol of a hand holding a sword, with the words: IN ABSENTIA LUCI, TENEBRAE VINCIUNT.

Various B.P.R.D. PERSONNEL steal wary glances at Hellboy as he and the two agents stroll through the main corridor.

Hellboy suddenly stops and doubles-back... eyes lighting when he sees a muscular fish-man, ABE SAPIEN, in the midst of dissecting a giant MUTATED FROG CREATURE.

HELLBOY
Abe! You beautiful blue bastard!

ABE SAPIEN
Hellboy?

Hellboy moves in for a big awkward hug.

ABE SAPIEN (CONT'D)
Please. It's hard enough to breathe out of water as is.

HELLBOY
Missed you, buddy.

Hellboy lets go to take a closer look at the frog creature.

HELLBOY (CONT'D)
I see you've been keeping busy.

ABE SAPIEN
Mutant frog invasion. Long story. What about you? I thought you were on sabbatical.

HELLBOY
Maybe. What's a sabbatical?

ABE SAPIEN
In your case, an excuse to get into more trouble.

HELLBOY
Yeah, well... When you look like this sometimes you can't help raising a little hell?

A slap on the shoulder nearly knocks Abe over.

HELLBOY (CONT'D)
Anyway, love to catch up, but the old man wants to see me. Word is he's pretty pissed.

ABE SAPIEN
I'd say more like disappointed.

HELLBOY
That's even worse.

As Hellboy heads off, Abe goes back to work on the frog monster, switching on an ELECTRIC BONE SAW.

INT. HELLBOY'S ROOM - LATER

The sound of the bone saw becomes GRINDING METAL, taking us through a HUGE VAULT DOOR and into Hellboy's living quarters. A total wreck. Beer cans and pizza boxes piled high. Clothes and comics strewn everywhere. Punk Rock posters covering the walls. Multiple electric guitars with all the strings broken.

The grinding grows louder as we PUSH INTO the bathroom, where Hellboy, fresh from the shower with a beach towel wrapped around his waist, stands in front of the mirror, shaving his horns with a BELT SANDER.

Satisfied, he switches off the sander and takes a long, hard look at himself in the mirror, closely inspecting the shaved horns and his other demonic attributes. His expression darkens. He PUNCHES the mirror with his big stone fist.

INT. B.P.R.D. HEADQUARTERS - LATER

More museum than office. Bookshelves filled with dusty tomes and ancient artifacts. A distinguished older gentleman, TREVOR "BROOM" BRUTTENHOLM, sits at a desk, studying an illuminated manuscript with a pair of multi-lensed goggles.

Hellboy peeks his head in, already seeming more subdued than we're used to. Broom looks up, removing the goggles to don his spectacles. The tension between them is palpable.

BROOM
Ah, the Prodigal Son returns.

HELLBOY
Father.

BROOM
Next time you decide to just take off, do me the courtesy of telling somebody where you're going.

HELLBOY
I didn't know where I was going. Just knew I needed to get away.

BROOM
Because of what happened in New Orleans?

HELLBOY
Seems like whatever I do, the villagers are waiting with torches and pitchforks.

BROOM
You're exaggerating.

HELLBOY
No. Really. The last ones had actual pitchforks.

Broom returns the manuscript to retrieve another.

BROOM
Regardless, that's not why I called you back. Something's come up. I need you to go to London.

HELLBOY
Why? What's in London?

BROOM
Your next assignment.

Broom opens the book to an old tin-type photo of a group of dour-looking BRITISH OCCULTISTS gathered around an Egyptian tomb. He shows it to Hellboy.

BROOM (CONT'D)
This is the Osiris Club, an occult society founded in 1866 by ranking members from the Heliopic Brotherhood of Ra.

HELLBOY
I can see why they changed the name. But what does that have to do with me?

BROOM
Like us, when things go bump in the night, they bump back. And they've requested our assistance in a local matter.

HELLBOY
So? Send Abe. He loves those upper-crusty types.

BROOM
They didn't ask for Abe. They asked for you.

Broom opens a drawer to retrieve a diplomatic passport.

BROOM (CONT'D)
Here, take this. A plane is already fueled and waiting. And remember, Hellboy, these are old acquaintances of mine. Try and behave yourself.

HELLBOY
In other words, I don't have a choice.

BROOM
You'll always have choices. I just need you to start making the right ones.

Ouch. Hellboy looks stung, just stares at his ridiculous passport photo, not wanting to meet his father's gaze.

BROOM (CONT'D)
People will always judge a book by its cover. But the story within... that you write for yourself.

EXT. HAILES ABBEY - NIGHT

A Medieval monastery nestled deep in the Devonshire valley. An impressive monument made of stone, brick and mortar.

**SUPER: HAILES ABBEY, DEVON, ENGLAND**

INT. HAILES ABBEY - NIGHT

The nave extends from the entry to the chancel, flanked by lower side-aisles, where a small number of MONKS bow their heads in silent prayer.

Closer to the altar, we find an elderly ABBOT and his young NOVICE, lighting prayer candles and preparing to join their brethren, when the silence is suddenly broken by a THUNDEROUS POUNDING at the chapel door.

The monks share curious glances. Its an odd hour for visitors. Two of them go to investigate --

MONK #1
I'm afraid we're closed for the evening.

MONK #2
You'll have to come back in the --

BOOM! The huge chapel door suddenly EXPLODES inward, crushing the two monks, killing them instantly.

THE GRUAGACH steps through the threshold. A hideous demonic creature with razor sharp teeth and vaguely porcine features, its face made all the more frightening by a jagged burn scar.

Upon seeing this, the Novice ducks for cover behind one of the pews. He cowers there, listening to the sounds of HEAVY HOOVES on stone, followed by SHOUTING AND SCREAMING.

A monk's corpse lands next to him. The Novice peeks up from behind the pew to find the other monks dead, their broken bodies strewn across the abbey floor. Only the Abbot remains. The hulking figure looming over him.

ABBOT
*Pater noster, qui es in caelis --*

GRUAGACH
By all means, pray. See if He answers. No? All right then. Show me where you keep your secrets.

ABBOT
There’s nothing for you here, demon!

The Gruagach turns his gaze to the cowering Novice.

GRUAGACH
What about you? You know what I’m looking for?

NOVICE
...Yes...I believe so.

GRUAGACH
(back to the Abbot)
Then I don’t need you, do I?

Gruagach snatches the Abbot up, jaws opening wide.

INT. MONASTERY CRYPT - NIGHT

Light floods in from above as the Novice opens a secret entrance, leading the Gruagach down into a crypt, filled with the tombs of the previous Abbots. Gruagach TAKES A TORCH from the wall and lights it, shoving the Novice ahead of him. They stop at an IRON VAULT with an intricate locking mechanism set into the stone wall.

NOVICE
Th...this is it. B...but I don’t have the key.

The Gruagach roughly shoves the Novice aside and grabs both sides of the vault door with his clawed hands, RIPPING it from the wall. Inside is one of the BLOOD QUEEN’S CRATES, wrapped in chains, covered in runes and wards. The Gruagach drags the crate out and drops it to the ground next to the Novice.

GRUAGACH
Open it.

The Novice stares at the box, hopeless.

NOVICE
I’m only a novice. I--

GRUAGACH
Open.

NOVICE
(desperate)
I...I don’t know how to do that.

The Gruagach hangs his head in a huff, then picks up the crate with both hands and hurls it at the wall, where it SHATTERS, wood and contents thumping to the stone floor.

The novice CRIES OUT, scrambling away from the Gruagach on the floor, then turns as he realizes he's close to the shattered crate. We see his eyes widen in shock and terror.

The Gruagach SNAPS the Novice's neck.

GRUAGACH
Welcome back, Your Majesty.

The Gruagach smiles, lifts his torch to reveal the BLOOD QUEEN'S SEVERED HEAD, lying in the ruin of the crate. Her eyes suddenly pop open, wide and staring. Still very much ALIVE.

EXT. OSIRIS CLUB - DAY

A security gate trundles open and a hackney cab is waiting to come through.

A middle-aged, thick-mustached GUARD in hunting tweed stands blocking the drive with a shotgun casually laid across his arms. He studies the cab, then steps aside.

**SUPER: SOMEWHERE IN ENGLAND**

The cab rumbles up the long driveway past a dozen luxury cars, where chauffeurs await their respective employers.

INT - CAB - DAY

In the backseat, Hellboy looks out his window. His DRIVER eyes him in the rearview mirror.

DRIVER
You sure you wanna go in there, mate? Pardon me saying, but you don't seem the type.

HELLBOY
I keep telling myself that.

EXT. OSIRIS CLUB - DAY

All eyes on Hellboy as he steps out of the cab, complete with trench coat and utility belt.

He reaches into his pocket and pulls out a crumpled wad of cash, when the driver is suddenly right there next to him, cell phone out for a quick selfie --

DRIVER
You mind? The missus'd never believe me otherwise.

Without waiting for an answer, he snaps an awkward photo. Hellboy couldn't look less interested, but the driver is thrilled.

DRIVER (CONT'D)
Cheers, mate!

He grabs the cash, jumps back in the cab and speeds away.

A BUTLER appears at the front door.

BUTLER
Good evening, sir. You're expected. If you'll come this way.

Hellboy follows the butler, pausing to take a look around, soaking in his surroundings. Second thoughts abound.

INT. OSIRIS CLUB - DAY

The Butler ushers Hellboy into the Victorian parlor of a stuffy English gentlemen's club. Lots of leather and antiques, various framed prints and paintings on the walls.

Three men stand together in the corner, drinking, smoking, talking in hushed, conspiratorial tones: LORD ADAM GLAREN, handsome and austere; DR. CARP, heavyset and slightly drunk; and AUGUST SWAIN, frail and bird-like.

They approach with the arrogance of the rich, taking Hellboy's measure.

LORD GLAREN
Hellboy, welcome. Lord Adam Glaren. And may I introduce my associates, Dr. Edwin Carp and Sir August Swain. So glad you accepted our invitation.

HELLBOY
It wasn't really my decision.

LORD GLAREN
Ah, yes. The Professor. And how is the old boy these days? You know, your father and I go way back.

HELLBOY
You don't say.

Hellboy wanders around the room, perusing weird occult artifacts and engravings, all related to witchcraft and demonology. He picks up a small stone effigy, which looks remarkably similar to Hellboy.

LORD GLAREN
As I'm sure you know, the Osiris Club has been long dedicated to preserving the secret history of Great Britain. This affords us certain *insights* into individuals such as yourself.

AUGUST SWAIN
We've also provided vital counsel to your B.P.R.D. on occasion. That werewolf incident in Griart for exam --

HELLBOY
Look, I know you didn't have me fly halfway around the world for a history lesson. Why am I here?

The noblemen share knowing looks. Lord Glaren moves to a bookshelf and flips a hidden lever, revealing a classic SECRET DOORWAY and a set of stairs leading down...

HELLBOY (CONT'D)
Ooooh, a secret door.

INT. CATACOMBS - CONTINUOUS

As they descend, Lord Glaren takes a candle from one of the wall sconces to light their way. It glows mysteriously, more brightly than it should, revealing old suits of armor lining the halls, along with various paintings and tapestries.

AUGUST SWAIN
You're aware that giants once dominated the British Isles.

HELLBOY
Sure.

AUGUST SWAIN
This land was all theirs once. Their graves run from one end to the other.

They reach the bottom, an antechamber from which several hallways branch. TAPESTRIES hang around the chamber.

We glimpse one tapestry, which shows the arrow-riddled Queen of Blood getting her hand chopped off by King Arthur.

DR. CARP
It's a curious feature of giants that they occasionally rise from their graves.

HELLBOY
I've heard. Never seen it myself.

LORD GLAREN
When they do, we organize a hunt. What we like to call *The Wild Hunt*.

Lord Glaren shines the candle down a long corridor, where DOZENS OF GIANT HEADS are mounted, along with portraits of past hunting parties down through the ages. Always with a prominent central figure in a CEREMONIAL HEADDRESS made from the head of an ELK stag, adorned with a huge RACK OF ANTLERS.

HELLBOY
Okay. I'm starting to get the picture. You guys want me to help you kill a giant.

LORD GLAREN
<u>Giants</u>. Plural.

AUGUST SWAIN
Usually it's just the one. But this time there could be as many as three.

HELLBOY
Three? How do you know? Have you seen 'em?

WOMAN'S VOICE (O.S.)
In a manner of speaking...

The light lands upon an elderly blind woman, LADY HATTON, sitting at a table with a cloudy CRYSTAL BALL. She's creepy and pale, with the air of a Victorian medium.

LORD GLAREN
Hellboy, I'd like to introduce you to our resident seer, Lady Hatton.

She lifts her blank gaze to get a better "look" at Hellboy. An OTHERWORLDLY EYE peers out from within the crystal ball.

LADY HATTON
We've met once before. Many years ago.

HELLBOY
Oh yeah?

LADY HATTON
I was younger then. And you were just a boy.

HELLBOY
Still not ringing any bells.

LADY HATTON
Then by all means, let me refresh your memory...

As she runs her fingers over the crystal, colors and dark figures begin to appear. Hellboy stares into it, becoming mesmerized, the sounds of war echoing in his memory...

FLASHBACK TO:

EXT. SCOTLAND - NIGHT

A storm rages above Tarmagant Island, just off the coast of Scotland. NAZI OCCULTISTS gather inside a STONE CIRCLE, where a robed figure, GRIGORI RASPUTIN, performs an arcane ritual.

LADY HATTON (V.O.)
The war was coming to an end, and the Nazis found themselves fighting a losing battle. In their desperation they turned to the sorcerer, Grigori Rasputin. His dark ritual was meant to the shift the war back in Germany's favor. But something went wrong.

The ritual builds to a climax. Lightning strikes the center of the circle. A brilliant, blinding FLASH. But nothing happens. Just a big smoldering crater, nothing more. The Nazis turn on Grigori, angry and disappointed.

LADY HATTON (V.O.)
They assumed Grigori had failed them. Never realizing just how successful he really had been...

INT. BROMWICH CHURCH - THAT SAME NIGHT

Inside the decaying ruins of an old church, another group of OCCULTISTS has gathered, waiting for something. LADY HATTON is among them. As is PROFESSOR BRUTTENHOLM. Both younger, more vital looking.

LADY HATTON (V.O.)
Professor Broom was working with the allies at the time. And fortunately, with my help, it was he who found you.

A ghostly wind suddenly whips up, sending dust and debris whirling about the room. Followed by an EXPLOSION that knocks everyone off their feet. When the dust settles, Broom gropes for his glasses, shocked to see a frightened LITTLE HELLBOY staring back at him, stone fist too big to carry.

LADY HATTON (V.O.)
He named you, took you in and raised you as his own, made you part of his Bureau for Paranormal Research and Defense.

The Professor smiles kindly, holding out his hand. Little Hellboy gingerly reaches for it...

BACK TO PRESENT

The crystal ball becomes cloudy again. The connection broken.

LADY HATTON
So you see, my dear. You and I share quite a history.

Hellboy just stands there, stunned.

HELLBOY
I'm sorry... Did you say Nazis?

LADY HATTON
Your father never told you?

HELLBOY
That I was brought into this world by a fascist band of goose-stepping occultists? No. Must've slipped his mind.

As Hellboy reels from this new discovery, Lord Glaren takes him by the arm and continues down the hall. Hellboy glances back at Lady Hatton, who "watches" him go, her expression grim and unreadable.

LORD GLAREN
As I was saying... We've hunted giants for generations, but three at once... that exceeds even our capabilities.

AUGUST SWAIN
If they're appearing in numbers, it could presage a full scale return. The resulting carnage --

DR. CARP
They gnaw the bones and eat the marrow. Men, women, children. There's no telling how many would die before they could be stopped.

LORD GLAREN
We need you Hellboy.

INT. OSIRIS CLUB - HUNTING LODGE - CONTINUOUS

Lord Glaren ushers Hellboy into a large chamber decorated with a huge mural of Herne the Hunter. More OSIRIS MEMBERS are here, dressed for the hunt, equipping themselves with ELECTRIC LANCES attached to retro-tech backpacks.

LORD GLAREN
So, what do you say? Join us, so that together we can rid the world of these hideous abominations.

Still deciding, Hellboy notes the traditional ELK HEADDRESS sitting on a nearby pedestal.

HELLBOY
I don't have to wear the hat, do I?

INT. OSIRIS STABLES - DAY

Lord Glaren, wearing the elk headdress and dressed in hunting garb, joins the other HUNTSMEN as they prepare their mounts. Hellboy just stares at his horse.

HELLBOY
Seriously? You guys don't have like a jeep or motorcycle or something?

LORD GLAREN
It's tradition. Wouldn't be very sporting, otherwise.

Lord Glaren tests his lance, which CRACKLES with electricity.

LORD GLAREN (CONT'D)
You're sure I can't offer you one? We designed them especially for hunting giants.

Hellboy raises his big ass HAND CANNON.

HELLBOY
I'm good.

LORD GLAREN
Suit yourself.

As Lord Glaren and the others mount up, Hellboy turns to his horse. Neither of them happy about the arrangement.

HELLBOY
For the record, this wasn't my idea.

EXT. ENGLISH COUNTRYSIDE - DAY

HOOVES SLAM into the earth, kicking up dirt as the WILD HUNT thunders through the forest on horseback. Hellboy holds on for dear life. Lord Glaren leads. He raises his hand as they come upon a path of BROKEN TREES. The pack slows, moving carefully now, following the path of destruction.

EXT. COTTAGE - MOMENTS LATER

The Wild Hunt emerges from the woods to find a small cottage, its roof partially crushed. A truck out front has been torn in half. Debris everywhere, like a tornado came through.

While the huntsmen check the cottage and surrounding area, Hellboy climbs down from his horse to inspect a huge set of FOOTPRINTS, much larger than any man's.

LORD GLAREN
Three sets of tracks. Just as Lady Hatton said.

HELLBOY
(dubious)
So the blind lady saw this. In her crystal ball.

LORD GLAREN
She sees better than most, my friend. And she's never wrong.

One of the huntsmen exits the cottage --

HUNTSMAN
I found bodies inside. And a pile of bones near the kitchen.

LORD GLAREN
Which means they'll be back.

HELLBOY
What makes you say that?

LORD GLAREN
Giants don't leave food behind.

Lord Glaren squats, showing Hellboy the footprints.

LORD GLAREN (CONT'D)
These tracks go back and forth, coming and going. They're using this place as a pantry.

Hellboy shudders as Lord Glaren and the other huntsmen mount up, arming themselves with their electric lances as they follow the giant prints into the forest, along a path of broken trees.

EXT. STONE BRIDGE - MOMENTS LATER

Hellboy and the huntsmen dismount as they approach an OLD STONE BRIDGE. Lord Glaren sidles up to Hellboy, points out over the raging river.

LORD GLAREN
This is where we'll make our stand.

HELLBOY
Why here?

LORD GLAREN
They'll need the bridge to cross. We can take positions in the brush on either side.

HELLBOY
Perfect place for an ambush.

LORD GLAREN
Precisely.

As Hellboy starts to turn around -- ZZZAPPPP!! One of the other huntsmen rides up behind him, driving his lance into Hellboy's back, sending a powerful surge of ELECTRICITY through him.

HUNTSMAN
Die monster!

Hellboy CRIES OUT and reaches for his gun as MORE HUNTSMEN ATTACK, charging with their lances, shocking him into submission. He falls to his knees, dropping the gun into the river.

Lord Glaren looms over him, a smug expression.

LORD GLAREN
Did you really think we needed your help? To kill something we've been hunting for centuries?

A kick to the ribs sends Hellboy tumbling downhill and into the water. The others dismount from their horses and join Glaren as he casually marches down toward the riverbank.

LORD GLAREN (CONT'D)
I must confess, when Lady Hatton first told me what needed to be done, I was hesitant. After all, your father and I were once quite close. Unfortunately, fate has left us with little alternative.

Lord Glaren arrives at the water's edge.

LORD GLAREN (CONT'D)
We will never allow the devil to sit on the throne of England!

He looms over to the fallen Hellboy, DRAWING HIS SWORD.

LORD GLAREN (CONT'D)
If it's any consolation, your head will make a fine addition to our gallery.

Hellboy tries to stand, but then collapses back into the river, too weak to fight. The huntsmen all gather around to watch, laughing as Hellboy slips beneath the surface.

HELLBOY'S UNDERWATER POV -- Lord Glaren raises his sword for the killing blow, and is suddenly tackled out of frame. His severed head, still wearing the elk headdress, splashes down into the water, eyes wide with shock and terror as it floats by Hellboy.

This is followed by MUFFLED SCREAMS and distorted glimpses of the violence unfolding above as the remaining huntsmen are attacked by some unseen enemy.

Hellboy sinks into darkness and eerie silence. Around him, the water turns red with blood. A horse falls in. Body parts floating past.

EXT. RIVER - LATER

Hellboy abruptly resurfaces downstream, sucking in a lung full of precious air. He drags himself to shore, one of the lances still sticking out of his back.

HELLBOY
Well... that hurts.

Yanking it out, Hellboy pulls himself up onto the riverbank, wounded and bleeding. A look upriver, toward the old stone bridge shows no sign of the Hunt or anyone else.

But then Hellboy makes a face, sniffs the air... catching a FOUL SCENT on the breeze. Slowly, painfully, he lumbers off in the direction of the odor.

EXT. BRIDGE - MOMENTS LATER

Hellboy peeks up from behind the bridge to find TWO GIANTS crouched on the hillside. Disgusting, malformed creatures, streaked in blood and viscera. They huddle over the fallen members of the Wild Hunt, gnawing on their mangled remains.

HELLBOY
Guess you needed me, after all.
(realizing)
Hmm, thought they said there were...

A shadow falls as the missing GIANT slowly rises behind him.

HELLBOY (CONT'D)
...three.

The THIRD GIANT roars, throwing a punch. Hellboy sidesteps and hammers him with his stone fist, knocking the giant to the ground. The other two come thundering toward him. One has an axe, the other a massive club.

Axe Giant is in the lead, already swinging. Hellboy hurls himself out of the way as the giant's axe comes down, burying itself in the Third Giant's skull. Hellboy cracks a little smile... *That's one down*.

While the Axe Giant tries to pry his weapon loose, Hellboy scrambles back to his feet, his injuries making every movement a symphony of pain. But before he can respond --

WHACK! -- Hellboy is batted into the woods by a massive club, sending him smashing through several trees before finally hitting the ground in a deep furrow.

Club Giant rushes the defenseless Hellboy, who, at the last possible second, lifts one of the BROKEN TREES and uses Club Giant's own momentum to impale him. Sliding down the tree with a sickening sound, the giant exhales a putrid last breath right into Hellboy face.

HELLBOY (CONT'D)
Jeez. What've you been eat -- oh, right. Never mind.

Hellboy shoves the dead giant off as Axe Giant finally frees his weapon. He stalks toward Hellboy, furious. The two collide with bone crunching force.

Hellboy blocks blows from the axe with his stone fist, resulting in a SHOWER OF SPARKS. He's finally able to grab the giant's axe and crushes it. The enraged giant wrestles Hellboy to the ground. Together, they roll down the riverbank and into the water.

Hellboy is losing blood by the pint. In his weakened condition, it doesn't take long for him to succumb to the giant's relentless assault.

Finally, the giant grabs Hellboy by the throat, shoving his head into the river. Hellboy struggles for air, bubbles coming from nose and mouth. But the giant is just too strong.

It looks like it's all over... but then Hellboy sees something... HIS DISCARDED GUN lying in the river bed.

Hellboy suddenly comes up for air, aiming the hand cannon right in the giant's face.

HELLBOY (CONT'D)
Checkmate, you ugly son of a --

CLICK! SPUTTER! Misfire. Water dribbles from the gun barrel.

HELLBOY (CONT'D)
...crap...

The giant bats Hellboy thirty feet across the forest floor. Then charges, picking up speed with every step.

Hellboy slowly recovers, looking back over his shoulder. He smiles. Then, just as the giant is about to slam into him, Hellboy casually steps out of the way to reveal a HUGE TREE STUMP. The giant slams into it, getting his head stuck.

HELLBOY (CONT'D)
That's using your head.

Hellboy grabs the giant by one arm and leans back, twisting with all his might to SNAP the giant's neck.

Exhausted, Hellboy turns to walk away, leaving a trail of blood in his wake. He staggers, reaching down to the wound on his back. Then collapses. Barely conscious, he fumbles for his B.P.R.D. belt buckle, triggering its HOMING BEACON. The buckle flashes, giving off a faint beeping noise...

As Hellboy slips into unconsciousness, it's not clear if he's hallucinating, but he sees a FIGURE approaching... Then all goes black.

BEGIN DREAM SEQUENCE:

*As the darkness gives way to flickering hellfire, Hellboy is assaulted by images from the night he came into this world. The flames grow white hot, becoming thunder and lightning, providing brief flashes of Grigori's ritual, the Nazi Occultists, the ruins of Bromwich Church, Lady Hatton's empty gaze, and at long last the face of Hellboy's earthly father, Trevor Broom. Hellboy reaches for the Professor as he is swallowed by shadow, only to have Grigori emerge, laughing maniacally. Good and evil struggling for dominance in this nightmare vision.*

INT. COUNCIL HOUSE - BEDROOM - PRESENT DAY - DAY

Hellboy wakes with a start inside a dark bedroom. He's been cleaned up, wounds freshly bandaged. His utility belt slung over a bedside chair, HOMING BEACON still blinking.

INT. COUNCIL HOUSE - FRONT ROOM - CONTINUOUS

Hellboy stumbles into the front room, which has been converted into what appears to be a PSYCHIC READING PARLOR, complete with fortune table, tarot cards, crystals and all the usual accoutrement.

Among the esoteric trappings, Hellboy finds a photo of a YOUNG GIRL & HER PARENTS. They seem oddly familiar, but before he can put his finger on it, he's distracted by the sound of someone rummaging around in the kitchen...

HELLBOY
Uh... hello?

WOMAN'S VOICE (O.S.)
Keep your knickers on, I'm making us some breakfast.

Moments later, ALICE MONAGHAN steps from the kitchen with a mismatched tea setting and tray of burnt scones. She's street smart and tough, 20's.

ALICE
Sorry, never was too handy in the kitchen. Just eat around the burnt parts.

She sets it all down on the reading table. Hellboy recognizes her immediately.

HELLBOY
Alice? Is that really you?

ALICE
In the flesh. All grow'd up and everything.

HELLBOY
How did you find me?

ALICE
You know I hear things.

HELLBOY
Dead people.

ALICE
It's a gift.

HELLBOY
Some gift.

ALICE
There's a whole lot of them talking about you lately.

HELLBOY
Any of them talking about the Osiris Club? I'm gonna have to go back and find out what the hell that was all about.

Hellboy picks up a business card: ALICE MONAGHAN. MEDIUM AT LARGE. He reads it, gives Alice a raised eyebrow.

ALICE
Yeah, yeah, I know. But it beats sloggin' pints down at the local pub.

HELLBOY
You here all by yourself?

ALICE
More or less. Sometimes Mum and Dad drop by.

HELLBOY
Oh? Where are they living now?

ALICE
They're not. But we talk all the time.

She gestures to a PAIR OF URNS on the mantle, next to a framed photo of Alice's MOTHER and FATHER. Happier times. Hellboy stares blankly as Alice pours him a cup of tea.

ALICE (CONT'D)
Go on. Better drink up before our guests arrive.

HELLBOY
*Guests?*

EXT. COUNCIL HOUSE - DAY

FOUR UNMARKED TACTICAL VANS screech to a stop outside the council house. ARMED SOLDIERS file out, dressed in heavy assault gear, rifles at the ready.

Taking point is MAJOR BEN DAIMIO, rugged military type with cold, calculating eyes, close-cropped hair and <u>three jagged scars</u> raked across his grizzled face.

A few dangerous-looking LOCALS glare as Daimio and his men make their way into the building. This is a very low-rent, high-crime section of London, and these people have seen their fare share of police raids.

INT. COUNCIL HOUSE - ALICE'S UNIT - MOMENTS LATER

SMASH! Daimio and his soldiers kick in the front door and rush into the room, guns drawn, taking aim at Alice and Hellboy as they sit there, awkwardly having tea.

DAIMIO
Clear!

Hellboy just arches an eyebrow, lifts his tea and scone almost in a toast.

HELLBOY
Scone?

Professor Broom, with Abe by his side, pushes through the scrum of soldiers, visibly relieved to see Hellboy still alive and in one piece.

BROOM
Hellboy! You're all right!

HELLBOY
I'm fine. No thanks to your pals at Osiris.

BROOM
What happened?

HELLBOY
Bastards tried to kill me, that's what happened. Got me to join in one of their little *Wild Hunts*, only it turned out I was the one being hunted.

Daimio finishes securing the room, speaking into his radio:

DAIMIO
Stand down. The asset is secure.

HELLBOY
(sighs)
I really wish people would stop calling me that.

BROOM
Hellboy, I'd like you to meet Major Ben Daimio, formerly of the Royal Marines, now with Section Eleven.

HELLBOY
I thought M-11 was disbanded after the war.

DAIMIO
And I thought we were supposed to fight monsters, not work with them.

Hellboy looks Daimio up and down, not liking what he sees.

HELLBOY
Oh, you and me are gonna be besties. I can already tell.

BROOM
If the Bureau wants to operate on British soil, Section Eleven is along for the ride. It's a joint operation.

HELLBOY
*Operation*? This isn't a rescue?

DAIMIO
Sorry to burst your bubble, but we've got bigger fish to fry. No offense, Sapien.

Abe waves it off --

ABE SAPIEN
None taken.

HELLBOY
Someone mind cluing me in on what's happening here.

ABE SAPIEN
We were already on our way to London when we picked up your homing beacon. Afraid we've got a bit of a situation. But don't worry, it'll all be explained in the briefing.

HELLBOY
(bewildered)
There's a briefing?

INT. ALICE'S UNIT - MOMENTS LATER

Alice clears the tea setting so Abe can use the table to set up a HOLOGRAPHIC PROJECTOR, which he controls with a little handheld computer tablet.

DAIMIO
(to Alice)
Thanks. Now if you'll just step outside --

ALICE
Like hell. This is my house, I'm not going anywhere.

She takes a seat, arms crossed defiantly.

BROOM
It's all right, Major. If things are headed where I think, none of this will be a secret for very much longer.
(to Alice)
Besides, we owe a debt of gratitude for what you did for Hellboy, Miss...?

ALICE
Monaghan. Alice Monaghan.

This strikes a familiar chord in Broom.

BROOM
Wait...no... Not little Alice, the girl abducted by faeries?

ALICE
That's me.

BROOM
My goodness, it's been years. How have you been?

ALICE
Different. Very different.

ABE SAPIEN (O.S.)
All right, people, eyes front.

Abe taps his computer tablet. A 3-D holographic projection of the abbey appears, filling the space between them.

ABE SAPIEN (CONT'D)
Two days ago, we got an urgent message from the Vatican regarding a massacre at a monastery three hours outside London. One of the monks survived long enough to say something about a demon stealing an ancient crate.

TAP: The hologram shifts to one of a rune-carved box.

ABE SAPIEN (CONT'D)
Our Vatican contact wouldn't confirm, but based on the dying monk's description, I believe the stolen item is the head of Vivienne, sometimes called Nimue.

HELLBOY
Nim-who?

PROFESSOR BRUTTENHOLM
Nimue. A medieval sorceress. Also known as the Blood Queen.

TAP: The hologram becomes an illuminated manuscript showing the Blood Queen with a green fog coming from her open mouth.

PROFESSOR BRUTTENHOLM (CONT'D)
Legend has it, she was responsible for numerous atrocities, including the Black Plague, which she claimed to have unleashed as retribution for the wanton murder of her fellow witches and other non-human entities by a ruthless Celtic warlord, Artur Artorius. You might know him better as King Arthur.

HELLBOY
Wait, King Arthur?

ALICE
You believe in fairies, but you're having a hard time with King Arthur?

HELLBOY
We've dealt with fairies. But I've never seen anyone yank a magic sword out of a rock.

Hellboy turns back to Abe.

HELLBOY (CONT'D)
Why would someone go to all this trouble for some dead witch?

ABE SAPIEN
Because. She's not actually dead.

TAP: the hologram shifts to a tapestry of the Blood Queen being hacked to pieces by a group of barbarians.

ABE SAPIEN (CONT'D)
Her powers were such that she could not be killed by mortal means. Instead, Arthur hacked her to pieces with Excalibur, sealing each away in a separate casket, to be buried alive in the far corners of England. Where they could never be discovered.

HELLBOY
So much for that plan.

TAP: The hologram becomes a crude wood-cut illustration of a blood-stained, rune-engraved crate. Broom steps in to close out the briefing.

BROOM
If someone is trying to resurrect the Blood Queen, they have to be stopped. Humanity barely survived her once, we may not be so fortunate a second time.

ALICE
So where do we begin?

DAIMIO
*We*?

HELLBOY
I know where I'm headed. I'm going back to Osiris.

BROOM
Hold on, Hellboy. Your desire for retribution is going to have to wait. We are trying to prevent a supernatural disaster.

HELLBOY
Did you already forget those guys tried to kill me?

ABE SAPIEN
I've spent the last twenty-four hours combing through all known historical records. And while there is no clear indication as to where the Nimue caskets were buried, it's believed that at least two of them had been discovered. One was being kept by the Benedict Monks at Hailes Abbey for safe keeping. And the other is rumored to be held by --

HELLBOY
(smiles, interrupts)
Don't tell me. Our good friends at the Osiris Club.

BROOM
That's all I need to hear.

HELLBOY
Good. Then we're all in agreement. Osiris needs an ass-kicking.

EXT. COUNCIL HOUSE - DAY

A gathering crowd of BYSTANDERS collectively GASPS as Hellboy and Abe exit the building, soon followed by the others. They've all heard the stories, but nothing prepares you for the real thing. Someone in the crowd yells "FREAKS!"

HELLBOY
Don't suppose we should stop for autographs.

ABE SAPIEN
Why can't the apocalypse ever happen in Canada? They love us in Canada.

HELLBOY
They love everyone in Canada.

As they reach the tactical vans, Broom pulls Hellboy aside and signals one of the FIELD AGENTS, who hurries over to present Hellboy with a case. Hellboy opens it to reveal another HAND CANNON.

BROOM
Thought you might need that.

HELLBOY
What I need is an explanation.

BROOM
What do you mean?

HELLBOY
You know, I must'a heard the story of how you found me at least a hundred times, but never once did you mention the word Nazi.

Broom is taken aback. He's been dreading this moment since the day he took Hellboy in.

HELLBOY (CONT'D)
(picking up on Broom's silence)
So then it's true.

BROOM
Try to understand, Hellboy. All these years, I've watched you struggle with making your way in the world, trying to figure out where you belong. Always feeling like an outsider, different from everyone else. I know the pain it causes you, and I guess I just didn't want to add to that.

HELLBOY
Yeah, but Nazis?!? Like it's not bad enough I've got hooves and a tail. You should have told me.

BROOM
I tried, believe me. Countless times. But just kept putting it off. After awhile, I guess it just didn't seem so important.

HELLBOY
Maybe not to you.

BROOM
You're right. You're absolutely right. And I promise, from here on out, no more secrets.

Hellboy softens. Broom puts a loving hand on his shoulder.

BROOM (CONT'D)
Are we good?

HELLBOY
Good-ish.

BROOM
Okay then. Go out there and do what you do best. Save the day. Make your father proud.

HELLBOY
You're not coming?

BROOM
I have to get to London and start setting up our base of operations.

HELLBOY
Come on, you can't stick me with G.I. Joke over here and then just take off.

DAIMIO
I heard that.

BROOM
Daimio's more than capable. Give him a chance. Besides, you'll have Abe to keep you company.

ALICE (O.C.)
And me!

Alice peeks out from behind the group. We didn't even know she was still with us. Daimio looks annoyed.

DAIMIO
I'm sorry, who are you again?

ALICE
The girl who saved Hellboy. Who the hell are you?

DAIMIO
Not that I don't appreciate the idea of an untrained civilian tagging along, but I think we can handle things from here.

ALICE
Actually, you can't. Not without my help.

DAIMIO
Is that so?

ALICE
You don't get taken by faeries without also learning a few tricks.

Daimio looks around, incredulous --

DAIMIO
Did she just say "faeries?"

She pushes past him and climbs into the van's front passenger seat. Abe can't help but admire her moxie.

ABE SAPIEN
I like her.

HELLBOY
Sorry, Scarface. Looks like we're a package deal. You want me, the girl comes with.

Hellboy and Abe climb in the back of the van.

ALICE (O.S.)
This thing have a stereo?

ROCK MUSIC suddenly blares from inside the van. Daimio just shakes his head and climbs in behind the wheel.

Broom watches as the van speeds away, a grim expression. There's more going on here than meets the eye.

EXT. OSIRIS CLUB - DAY

The van arrives at the Osiris Club, where the front gate has been ripped wide open. Following the trail of destruction, we come to the main entrance. A splintered hole where the door used to be. Hellboy and the others step out of the van, taking in the scene.

ALICE
Jesus, what happened here?

ABE SAPIEN
Nothing good.

Daimio draws his gun and chambers a round.

DAIMIO
Let's go. Stay close and follow my lead.

Hellboy draws his hand cannon.

HELLBOY
Thanks pal, but I don't need a tour guide.

He pushes past Daimio and heads inside. Alice follows. Daimio looks to Abe.

DAIMIO
Is he always this reckless?

ABE SAPIEN
Oh no. He's usually much worse.

INT. OSIRIS CLUB - MOMENTS LATER

It's dark in here. The team's flashlights cut through the gloom to reveal the place is a wreck. Dead servants everywhere. Overturned furniture. Shattered lights blinking.

HELLBOY
Must be the maid's day off.

DAIMIO
Keep it quiet. Whoever did this could still be here.

A sobering thought. They all exchange wary glances. Abe takes out his own sleek, high-tech pistol as they continue deeper into the club, stepping over bodies as they go. Alice eyes the bodies.

ALICE
This is horrible.

DAIMIO
If you're scared, you can wait in the van.

ALICE
It's horrible because I hear the dead still screaming. Their souls haven't had time to adjust.

DAIMIO
Their *souls?* What's she talking about?

Nobody bothers to answer. Hellboy finds a trail of blood.

HELLBOY
Come on, this way.

The blood trail leads into the parlour, disappearing beneath a familiar bookshelf. Hellboy pulls the hidden lever triggered earlier, and the shelf slides away to reveal --

ABE SAPIEN
Oooh, a secret door.

On guard, they step cautiously through the doorway.

INT. OSIRIS CATACOMBS - CONTINUOUS

Alice tucks in behind Hellboy as they descend into the catacombs. An ominous, hollow SCRAPING NOISE comes from somewhere down below.

ABE SAPIEN
I'm not the only one hearing that, right?

ALICE
You realize this is the part of the movie where the audience is yelling at the idiots on-screen not to go into the basement.

HELLBOY
Just stay focused and keep your eyes peeled.

ABE SAPIEN
They're always peeled.
(off Daimio's look)
I don't have eyelids.

DAIMIO
Way too much information, Sapien.

They continue onward, eventually coming to the hallway lined with mounted giant heads. The scraping noise grows louder as they continue down the corridor. Alice stops to examine one of the GIANT HEADS more closely.

ALICE
I'm getting a really bad feeling about --

Alice is STARTLED as a DEAD BODY tumbles out from between the trophies. She stumbles back, bumping into a another CORPSE, which falls from the shadows, landing next to the first one. Hellboy recognizes them immediately: AUGUST SWAIN and DR. CARP.

HELLBOY
I know these two. They were with the other guy, the one who tried to chop my head off.

DAIMIO
So much for your revenge. Looks like somebody beat you to the punch.

Hellboy considers this, then looks around and realizes...

HELLBOY
Hey, where's Abe?

They stare down both ends of the corridor. Abe is nowhere to be seen. Once again, we hear the strange hollow scraping sound. The group shares uneasy looks and races off in that direction.

INT. OSIRIS CATACOMBS - MOMENTS LATER

As they turn the corner, Hellboy and the others find Abe standing over the LADY HATTON'S CORPSE, lying twisted on the floor, head turned all the way around, faced locked in a petrified scream. Her CRYSTAL BALL circles the body with a life of its own, the source of the strange scraping noise.

HELLBOY
What in the --

ABE SAPIEN
It's Lady Elizabeth Hatton.

HELLBOY
You know her?

ABE SAPIEN
She's one of the world's foremost psychic mediums.

DAIMIO
How good could she be? She didn't see this coming.

ALICE
That's dark, Major. Real dark.

DAIMIO
What's with the crystal ball?

Alice walks over and bends to touch it. The ball stops dead just inches from her hand.

ALICE
Well, that was weird.

HELLBOY
You picking up anything?

She closes her eyes and concentrates.

ALICE
I can feel her. She was the real thing. Such power...
(disappointed)
But I can't get through...

Daimio rolls his eyes, not buying into all this hocus pocus nonsense. Looking around, he spots a couple of SECURITY CAMERAS.

DAIMIO
Tell you what, while you and the human Ouija Board waste more time, I think I'll go find out if those cameras got anything.

Daimio heads off.

ALICE
There's something I can try... But if this goes wrong, I'm going to come back and haunt you.

HELLBOY
Go ahead.

Alice kneels down next to Lady Hatton's corpse, eyes it.

ALICE
Physical contact in the immediate aftermath of death has been proven to amplify psychic connections when attempting to commune with the dead.
(then, preparing herself)
You boys might wanna stand back.

Hellboy and Abe do as ordered. Alice takes a deep breath and reaches for the corpse. She makes contact.

ALICE (CONT'D)
Lady Hatton. Can you hear me?

There's a beat and the body FLINCHES. Alice's eyes roll back and she sucks in air, reacting to something, and then-

-An ectoplasmic version of LADY HATTON'S GHOST emerges from the corpse, an opaque, looming, dreadful specter.

LADY HATTON
*Nimue.*

HELLBOY
Son of a-

LADY HATTON
*The Blood Queen. Her madness...her evil's at the root of the thing.*

HELLBOY
Whoa, whoa. If you're feelin' chatty, maybe first thing we talk about is you and your buddies tryin' to kill me.

LADY HATTON
*Man will fall to darkness. And those who call the shadows home shall rise again.*

HELLBOY
Very poetic. Still doesn't answer my question.

ABE SAPIEN
It's why I hate talking to ghosts. All the cryptic, riddle of Sphinx crap.

LADY HATTON
*The Queen must never find a King. That is why Osiris wanted you dead. When she is whole again, your true destiny will be revealed. This I have seen. Only then will...*

She trails off.

HELLBOY
Only then will what? Come on, you were just gettin' to the good part!

ABE SAPIEN
Can you tell us where she is? If you can sense her --

The ghost stiffens and shudders, stricken with fear.

The ectoplasm that makes up the ghost starts to WARP out of shape, stretching horrifically. She looks at Hellboy.

LADY HATTON
(panicking)
*She's here.*

Lady Hatton's features twist horribly, stretching out of shape. Her ectoplasmic form doubles over, SCREAMING in pain. The crystal ball SHATTERS. The screams turn to LAUGHTER, and when she looks up again, it's not Hatton's face we see, but that of the Blood Queen.

BLOOD QUEEN
*Fools. You should know better than to play with dead things.*

Hellboy draws his gun.

HELLBOY
Look, lady, we can either do this the easy way, or the --

WHAM! The Blood Queen's ectoplasmic form lashes out, knocking the gun from Hellboy's hand and swatting him across the room.

HELLBOY (CONT'D)
(pained, face down)
Okay. Hard way it is.

INT. SECURITY ROOM - CONTINUOUS

In cramped security room with a wall of monitors, Daimio scans the recorded footage, stunned by what he sees.

DAIMIO
What in the --

WHAM! -- Something slams into the other side of the wall, hard, cracking the foundation, sending dust raining down.

INT. CATACOMBS - CONTINUOUS

Daimio returns to find the bizarre scene unfolding -- the Blood Queen bats Abe aside and snatches Hellboy up by the throat, pulling him in for a closer look, curious...

BLOOD QUEEN
*You... What are you?*

HELLBOY
Someone you don't wanna mess with.

BLOOD QUEEN'S POV: A GHOSTLY IMAGE OF HELLBOY WITH A FULL SET OF HORNS, FLAMING CROWN AND EYES BLAZING WITH HELLFIRE.

BLOOD QUEEN
*Interesting... I have never met one such as you before. So much power. Such glorious potential.*

HELLBOY
Stop, you're makin' me blush.

BLAM! A shot rings out, followed by a PUFF OF ECTOPLASM as the bullet passes harmlessly through the Blood Queen's ectoplasmic form, ricocheting of the wall behind her.

She turns her furious gaze to Daimio, who fires again, but the bullets continue to have no effect. The Blood Queen lunges. Daimio deftly dives out of the way, tucking, rolling, dropping the gun to draw two hidden blades.

DAIMIO
Hello?! Someone want to tell me what we're up against here?

Realizing he'll never reach Daimio in time, Hellboy heads straight for Alice, to wrestle her away from Lady Hatton, breaking her connection with the corpse.

As the Blood Queen leaps at Daimio, her form suddenly collapses, raining sticky ectoplasmic residue down onto him.

While Hellboy and Abe tend to the unconscious Alice, we STAY ON Daimio, whose hands are shaking. Making sure no one is looking, he reaches into his vest to take a couple of PILLS, instantly relaxing his nerves.

Alice finally opens her eyes. Hellboy helps her to her feet.

DAIMIO (CONT'D)
What the hell was that thing?

ALICE
An ectoplasmic manifestation.

DAIMIO
In English.

ALICE
It was a psychic projection of Lady Hatton's spirit. The Blood Queen somehow managed to commandeer it before I could break contact.

DAIMIO
And why was it so interested in Hellboy?

HELLBOY
Guess I just have one of those faces.

While Hellboy and Daimio continue bickering, Abe notices a LARGE WALL TAPESTRY depicting an heroic image of KING ARTHUR SLAYING THE BLOOD QUEEN has been torn in half. Upon closer inspection, he discovers it was concealing a HIDDEN VAULT. A Blood Queen crate inside, smashed open and empty. As he examines one of the rune-engraved pieces --

APE SAPIEN
Uh, guys...

Hellboy and Daimio stop arguing and look over at Abe.

ABE SAPIEN
It's definitely one of hers.

HELLBOY
Which means whoever's behind this is now a step closer to putting Humpty Dumpty together again.

ALICE
I don't understand. Why would someone want to bring the Blood Queen back in the first place?

DAIMIO
Not someone. Some <u>thing</u>.

INT. SECURITY ROOM - MOMENTS LATER

Hellboy, Alice and Abe huddle around Daimio as he shows them the security footage.

ON-SCREEN: As chaos erupts all around, the Gruagach steps into frame, carrying the severed head of the Blood Queen. Daimio pauses the footage.

HELLBOY
Gruagach.

Reactions all around. Hellboy looks to Alice.

DAIMIO
What the hell's a gru-gak?

HELLBOY
A changeling. Shape-shifter. Nasty little bugger, too. It's how Alice and I first met.

FLASHBACK TO:

INT. ALICE'S COUNCIL HOUSE - NIGHT

Dimly lit by the flickering flames of a drafty fireplace. In the corner is an antique crib.

HELLBOY (V.O.)
She was just a baby at the time. And faeries love to steal babies.

The floorboards creak as Hellboy enters the room, ALICE'S PARENTS just behind him. We recognize them from the photo we saw earlier in Alice's flat. They look like they haven't slept in weeks.

HELLBOY (V.O.)
Who knows why, but when the do manage to get their hands on one, they leave a changeling in its place. To pass for human.

MOTHER
It started a few weeks back. Little things at first, then lately...

FATHER
It's like living in a nightmare you can't wake up from.

HELLBOY
Anything look different about her?

FATHER
No, she looks the same.

The mother nods, her eyes haunted.

MOTHER
And yet, everything about her has changed. I can't describe it, but a mother can tell. That is not my daughter.

Hellboy follows the mother's frightened gaze to a crib in the corner of the room. He cautiously approaches to find a sweet little BABY GIRL staring up at him.

HELLBOY
Well, hello there, kiddo. Aren't you just the cutest little thing.

The baby coos softly.

HELLBOY (CONT'D)
Your Mommy and Daddy are worried about you, tell me you've been acting strange. That's okay, Uncle Hellboy's here now, and he has just the thing...

Hellboy whips out a HORSESHOE. Dangles it over the crib. The baby SCREECHES, face contorting horribly. Hellboy is hurled backward by some invisible force, slamming into the hearth. The impact makes him drop the horseshoe.

ALICE'S FATHER
What in the name of --

HELLBOY
Iron. Changelings hate the stuff.

The parents cower, as the baby transforms into a tiny, scrawny version of the Gruagach. It springs from the crib, latching onto Hellboy, clawing at his face.

Hellboy gropes for the discarded horseshoe, just out of reach. Instead, he finds the rack of fireplace tools and grabs a pair the IRON TONGS.

HELLBOY (CONT'D)
You're really gonna wish you hadn't done that.

Hellboy grabs at the Gruagach with the tongs, BURNING its face. It SHRIEKS and staggers back, skin smoking and blackening from contact with the iron.

Gruagach tries to run, but Hellboy uses the tongs to snatch it up by its ankle.

GRUAGACH
(burning, screaming)
It hurts! Please! Let me go!

HELLBOY
If I do that, how am I gonna get these nice folks' baby back?

GRUAGACH
They'll bring it back! I swear! Just let me go!

HELLBOY
Gee, I'd love to take your word for it, but I'm not... you know... stupid.

The Gruagach spits in Hellboy's face, momentarily blinding him. Then twists free of the tongs and races away.

HELLBOY (CONT'D)
Damn! Slippery little -

The Gruagach darts into the fireplace and up the chimney. Hellboy races after it, but the loathsome creature spits into the fire, causing it to erupt into a sudden blaze.

Flames belch from the hearth, catching parts of the living room on fire. Hellboy, immune to the heat, remains unaffected as he stamps out the blaze.

When the smoke clears, Hellboy is left standing there, covered in soot and thoroughly pissed off.

A sudden KNOCK on the front door. Hellboy turns toward it, draws his gun...

EXT. - ALICE'S COUNCIL HOUSE - FRONT DOOR - NIGHT

Hellboy opens up. Nobody is there. Until he looks down...

BABY ALICE is cooing on the doormat.

Hellboy quickly holsters his gun, picks up Alice. He steps out, looks down the hall. In the dark, he catches just a shadow of the FEY FOLK retreating. He looks back down at Alice, smiles. He heads inside, shuts the door.

BACK TO PRESENT:

Daimio stares up at Hellboy in disbelief.

DAIMIO
So that's it? That's what started all this? Some little fairy tale wanker you brassed off looking for revenge?

ALICE
And he's using the Blood Queen to get it.

EXT. FOREST - DAY

CLOSE ON - Gruagach trudging through the forest carrying the BLOOD QUEEN'S HEAD, her SEVERED HAND tied to a rope and slung over his shoulder.

BLOOD QUEEN
Tell me what you know of this creature, the one they call the *Hell Boy*?

GRUAGACH
He burned me with iron and cursed me to a world of darkness and shame. It took all these years to make myself what I am now. And every hour of every day, I swore I'd have my revenge.

BLOOD QUEEN
This is why you sought me out... for vengeance?

GRUAGACH
So you would grant me the power to destroy him.
(ranting)
I could have been a person. Not this wasted, wandering thing. It would've been a real life, filled with light and happiness. Hellboy stole that from me.

BLOOD QUEEN
I see.

GRUAGACH
Then you'll do it? You'll make me what I once was?

BLOOD QUEEN
No. I will make you more powerful than you could possibly imagine. But first you must do something for me...

They reach the outskirts of a little ENGLISH VILLAGE.

BLOOD QUEEN (CONT'D)
I need blood. From every man, woman and child you find. None may be spared.

Gruagach stalks into town, carrying the Blood Queen's head.

EXT. OSIRIS CLUB - DAY

Hellboy heads for the van. Abe, Alice and Daimio follow.

DAIMIO
So what's the plan? Drive around until you stumble across an angry Changeling?

HELLBOY
We know Gruagach has at least two of the crates, right?

DAIMIO
So?

HELLBOY
So maybe that's all he's got.

ABE SAPIEN
(realizes)
Of course. If he's trying to restore the Blood Queen, all we have to do is beat him to one of the crates.

HELLBOY
Can't finish a puzzle without all the pieces.

DAIMIO
Terrific. So we just have to find a needle in a haystack the size of Great Britain.

HELLBOY
You got a better idea?

ABE SAPIEN
We can start by focusing on locations of religious significance.

ALICE
This is England. Swing a cat.

ABE SAPIEN
To narrow the search, I'll need a map of Great Britain from the 5th or 6th century, a scrying compass, full set of Forte's *Arcanum*, and a copy of Saint Isidore's *Illuminatica*, preferably first edition.

DAIMIO
Where the hell are we gonna find all that?

INT. B.P.R.D. VAN - DAY

The B.P.R.D. van pulls up out front a dilapidated FISH & CHIPS SHOP in London's East End warehouse district. Hellboy looks around, disappointed --

HELLBOY
This is it?

DAIMIO
What'd you expect, a sign out front that says "Secret Headquarters"?

EXT. FISH AND CHIPS SHOP - CONTINUOUS

As Hellboy, Abe and Alice exit the van, Hellboy realizes Daimio's not getting out.

HELLBOY
Aren't you comin'?

DAIMIO
Got some business to attend to. Until I'm back, no one leaves this facility. Last thing I need are more freaks wandering around.

Daimio speeds off. Hellboy and the others turn to head inside.

INT. FISH 'N CHIPS SHOP - MOMENTS LATER

Hellboy, Abe and Alice enter, taking a look around. A handful of rough-looking locals stare back at them.

HELLBOY
Yeesh, it's worse on the inside.

At second glance, Hellboy realizes the "locals" are actually B.P.R.D. AGENTS in disguise. Among them, the two agents who picked him up in Mexico, both dressed as fisherman.

HELLBOY (CONT'D)
Phil?

PHIL looks up from his plate, gives a sheepish wave.

HELLBOY (CONT'D)
I thought you were on a diet?

The agent shrugs as the WOMAN behind the register relaxes her grip on a concealed MACHINE GUN, then presses a small red button. The wall behind her slides open to reveal a hidden elevator.

Hellboy heads over, grabbing Phil's chips as he goes.

HELLBOY (CONT'D)
You'll thank me later.

INT. B.P.R.D. LONDON BRANCH - MOMENTS LATER

The elevator opens on an high-tech underground facility, bustling with B.P.R.D. PERSONNEL busily setting up work stations and computer terminals.

Hellboy steps out, stuffing his face with chips.

HELLBOY
(mouth full)
Now that's more like it.

Broom appears, toting an armful of old texts.

BROOM
Good, you're here.

He hands Abe one of the larger books.

BROOM (CONT'D)
Arrived from Chetham's library a few minutes ago. The third edition, just like you asked.

INT. B.P.R.D CONFERENCE ROOM - CONTINUOUS

Broom ushers Hellboy and the others to a table piled high with books, scrolls, manuscripts and parchment maps. Various wall monitors display dozens of different HISTORICAL & RELIGIOUS LANDMARKS all over England.

HELLBOY
What's all this?

BROOM
Research materials pertaining to the potential location of the Nimue caskets.

Hellboy looks out over the crowded table as if he's allergic to the materials laid out there.

BROOM (CONT'D)
Well, don't just stand there. Grab a seat and let's get started.

Hellboy grumbles as Broom hands him a stack of manuscripts:

HELLBOY
Guess now we know why Daimio skipped out.

INT. M-11 LABORATORY - CONTINUOUS

Inside a laboratory marked: M-11 Personnel Only, Daimio, SCIENTISTS and HOODED PRIESTS watch as a FRAIL LITTLE MONK finishes pouring a smoldering blend of ARCANE INGREDIENTS into the casing of a silver bullet, engraved with occult symbols. The monk screws the bullet onto it.

DAIMIO
This better work.

The monk places the MAGIC BULLET into a tiny silver box.

MONK
Just make certain it's a kill shot. Either the heart or the brain.

DAIMIO
This is Hellboy we're talking about. Better stick with the heart, brain is too small a target.

INT. B.P.R.D. CONFERENCE ROOM - LATER THAT NIGHT

The room is a mess. Books and maps strewn everywhere, covered in sticky notes and handwritten annotations.

Hellboy, Broom, Abe and Alice sit around the conference table, bleary-eyed and exhausted, poring over research. They've been at it all night.

ALICE
Have we looked at Edge Hill?

ABE SAPIEN
Twice.

ALICE
There's always Stonehenge.

BROOM
Too obvious. The Celts wanted to hide her remains. They'd never choose such a conspicuous location.

ALICE
What about the Elva Stones in Cumbria?

BROOM
Put it on the "maybe" pile. I'll go and get the next batch of research.

HELLBOY
(incredulous)
There's more?

Alice marks the page, then tosses the book onto a growing stack of similar tomes. Hellboy looks discouraged. He checks his watch, then rises and stretches, making a big show of it.

HELLBOY (CONT'D)
I don't know about the rest of you, but I could use a break.

He heads for the door. Abe watches him, curious.

INT. B.P.R.D. LONDON BRANCH - MOMENTS LATER

Hellboy heads straight for the elevator. But just as he presses the button --

ABE SAPIEN (O.S.)
Going somewhere?

Hellboy turns to find that Abe has followed him.

HELLBOY
Just looking for the bathroom.
(rubs his stomach)
I think those chips were past their expiration date.

ABE SAPIEN
Seriously? That's the best you could come up with?

Busted, Hellboy drops the pretense --

HELLBOY
This isn't working, Abe. While we sit here playing study hall, the Gruagach is out there somewhere, arming a supernatural weapon of mass destruction.

ABE SAPIEN
So what do you suggest?

HELLBOY
That we fight fire with fire.
(beat)
I'm gonna go see Baba Yaga.

Abe's eyes go wide --

ABE SAPIEN
What?!? Are you nuts?!?

ALICE (O.S.)
Who's Baba Yaga?

Startled, Hellboy turns to find Alice standing there now.

HELLBOY
(sighs)
And here I thought I was being sneaky.

ALICE
Answer the question.

HELLBOY
She's a witch.

ABE SAPIEN
Not just a witch. A powerful one, ancient and evil. Used to go around counting dead men's fingers and eating children.

HELLBOY
I was okay with the fingers, but the eating thing had to be stopped.

ABE SAPIEN
Which is why Hellboy banished her from the mortal realm.

HELLBOY
That was ages ago. I'm sure she's forgiven me by now.

ABE SAPIEN
You shot her eye out!

HELLBOY
Whatever. You know I wouldn't risk it if there was any other way.

DING! The elevator arrives. Hellboy steps inside. Alice tries to follow, but he stops her at the door.

HELLBOY (CONT'D)
Whoa. Where do you think you're goin'?

ALICE
I'm coming with.

HELLBOY
Like hell you are.

ALICE
You said it yourself. We're a package deal. Where you go, I go.

HELLBOY
Not this time, Alice. This is something I have to do alone. Besides, I need you and Abe here helping the Professor. In case things don't pan out.

ALICE
You mean, in case you don't come back.

His silence speaks volumes. They share a little moment.

ABE SAPIEN
(interrupting)
Come on, Alice, we have to get back inside.

HELLBOY
Cover for me with the old man.

ABE SAPIEN
Sure. I'll just tell him you're busy doing something incredibly stupid. He'll believe that.

Hellboy smiles as the elevator doors slide shut.

ALICE
He'll be okay, right? I mean, how dangerous could this Baba Yaga person really be?

EXT. JUNK YARD - NIGHT

WIDE ESTABLISHING SHOT of a salvage yard on the outskirts of London, surrounded by vacant lots and abandoned warehouses. Not a living soul in sight.

HELLBOY (PRE-LAP)
This is not one of my better ideas.

EXT. JUNK YARD - CONTINUOUS

With a BURLAP SACK slung over his shoulder, Hellboy sneaks through a labyrinth of gutted cars and towering heaps of scrap metal, eventually coming upon an old RUSTED SHACK.

He peeks through a cracked window and sees the SHACK IS EMPTY, then pushes on the wall, checking the building's structural integrity.

HELLBOY
Guess this will have to do.

Satisfied, Hellboy rifles through his sack to find a handful of RUNES and CHARMS, which he scatters along the base of the shack's doorway, whispering a quiet INCANTATION.

The ground beneath him trembles. Hellboy takes a deep breath and cautiously opens the door...

INT. SHACK/BABA YAGA'S LAIR - CONTINUOUS

As Hellboy enters, the shack's interior transforms into the luxurious parlour room of some 18th Century Russian palace. Much bigger inside than out.

HELLBOY
Knock, knock. Anybody home?

A tense beat as Hellboy peers into the dimly lit space. A WOMAN'S VOICE rises from out of the gloom, speaking with a thick Slavic accent:

VOICE (O.S.)
You dare to show your face here?

BABA YAGA appears, crouched in a wooden mortar, holding a large pestle like a staff. A monstrous creature from a forgotten age, ancient and terrifying. FLIES buzz around her hideously deformed face. One eye a vacant, fleshy hole.

BABA YAGA
After what you did to me? You are either very brave or very foolish.

HELLBOY
Can't I be both?

She drifts closer. Hellboy reaches into his utility belt to retrieve something from one of the pouches: a RUSSIAN NESTING DOLL. He thrusts it out, like a cross to a vampire.

BABA YAGA
(recoiling)
Matryoshka!

Baba Yaga HISSES and retreats back into the shadows. As the scene continues, she drifts in and out of sight, trying to get at Hellboy, who brandishes the doll to keep her at bay.

Every time she gets close, a layer of the wooden nesting doll withers away, exposing the smaller dolls beneath.

BABA YAGA (CONT'D)
Why have you come? Speak quickly, while you still have a tongue in your head.

HELLBOY
I need information.

BABA YAGA
Don't play coy, demon. You have come to ask about the Blood Queen. Where you might find her remains.

HELLBOY
So then you know.

BABA YAGA
There is very little that I do not. But the answer you seek will do you no good.

Another layer of the nesting doll burns away.

HELLBOY
Why is that?

BABA YAGA
Because, Dark Prince. You are not the first to ask.

HELLBOY
(realizes)
...Gruagach.

She laughs with wicked delight.

BABA YAGA
Yes, it was I who told the changeling how to find the Blood Queen’s remains.

HELLBOY
Why? What could he possibly have to offer you?

BABA YAGA
Only the assurance that your death would be slow and painful.

HELLBOY
Then we have nothing left to discuss.

As Hellboy turns to leave --

BABA YAGA
Ah, but that’s where you are mistaken. For while you are too late to prevent the Gruagach from finding the Blood Queen, there is still time to prevent her from becoming whole. Even now, she prepares for the ritual that will return her to her former glory.

HELLBOY
Tell me where and when.

BABA YAGA
You ask something of me, you must give me something in return.

HELLBOY
What do you want?

BABA YAGA
Your eye. To replace the one you took from me.

HELLBOY
Uh-uh. No way. Pick something else.

BABA YAGA
That is my price. Take it or leave it.

Hellboy hesitates, trying to come up with some other way to appease Baba Yaga. Another layer of the nesting doll withers away. He's running out of time. Baba Yaga looms closer.

The last nesting doll withers away to nothing, leaving Hellboy defenseless. Baba Yaga is about to lunge, when --

HELLBOY
(defeated)
Fine. We have a deal. Just tell me where the ritual is taking place.

BABA YAGA
The bargain is sacred. Once made, it cannot be broken.

HELLBOY
Look, I said you can have my damn eye. What more do you want?

She smiles, revealing iron teeth sharpened to points.

BABA YAGA
Go to the ruins of St. Osyth's Priory. Her resurrection will be consummated beneath the full moon at midnight tonight.

Hellboy takes a deep breath. He has what he came for.

BABA YAGA (CONT'D)
Now, for your end of the bargain...

Baba Yaga drifts toward Hellboy, pulling out a DAGGER.

BABA YAGA (CONT'D)
Let's see, which shall it be... the right one or the left? I think I like the left one.

As she goes to carve out his eye, Hellboy grabs her wrist.

HELLBOY
Yeah, about that. See, we never discussed a time frame. You should have been more specific.

He gives her a smug look and steps back toward the door.

HELLBOY (CONT'D)
But don't worry, you'll get your eye. Just as soon as I'm done with it.

Baba Yaga explodes with fury. She opens her mouth impossibly wide, unleashing a billowing SWARM OF FLIES. They fill the room, biting, buzzing, choking Hellboy, obscuring his vision.

Baba Yaga springs from the pestilence, CRACKING Hellboy in the head with her giant wooden pestle. He reels from one blow after another as Baba Yaga darts in and out of the swarm, using it to camouflage her attacks.

Hellboy hits the ground hard, struck from behind. And that's when he finally catches sight of the exit.

With his last ounce of strength, Hellboy ducks one final attack and leaps back through the doorway.

EXT. JUNK YARD - CONTINUOUS

Baba Yaga SCREAMS, darting for Hellboy as he scatters the runes and charms, destroying the mystical connection between the two worlds.

Hellboy's left lying on the front stoop, staring into an empty shed. Baba Yaga's angry cries fading into the distance. Slowly, painfully, he drags himself back to his feet.

HELLBOY
(sighs)
I should'a been a plumber.

INT. B.P.R.D. - CONFERENCE ROOM - DAY

Daimio confers with Broom, while Abe and Alice continue poring over research materials.

HELLBOY (O.S.)
Honey, I'm home!

They look up as the battered Hellboy staggers into the room. Alice leaps up to give him a big awkward hug. Hellboy winces. Everything hurts.

DAIMIO
(angry)
Where the hell have you been? I told you to stay put!

HELLBOY
Yeah, well, I'm not much for doing what I'm told.

ABE SAPIEN
He's right. Ask anybody.

DAIMIO
You know, this literal devil-may-care routine might fly back home, but you're on my turf now. Pull a stunt like this again and I'll slap the tracking collar on you myself.

HELLBOY
Go ahead and try.

BROOM
The Major's right, Hellboy. This is neither the time or place for one of your little walkabouts.

HELLBOY
Ground me later. Right now we need to get to St. Osyth's Priory. That's where we'll find the Blood Queen.

DAIMIO
How'd you come by this information?

HELLBOY
Doing my job. You should try it sometime.

Hellboy grabs one of the maps off the wall --

HELLBOY (CONT'D)
Let's get moving. St. Osyth's is just outside Essex, at least a three-hour drive.

DAIMIO
Oh, I think we can do better than that.

EXT. FISH AND CHIPS SHOP - MOMENT LATER

Daimio escorts everyone to the vacant parking lot across the street, where they find a sleek MILITARY HELICOPTER waiting.

Daimio climbs into the cockpit, slips on a flight helmet and starts his pre-flight checks, revving up the engines.

DAIMIO
Wheels up, we're moving out!

ALICE
Always wanted to ride in a helicopter.

HELLBOY
What? You're our pilot?!? Oh, this just keeps getting better and better.

As the others climb aboard, Broom pulls Hellboy aside.

BROOM
I'm sorry I doubted you.

HELLBOY
Don't be. I've given you plenty of reasons.

BROOM
Just be careful.

DAIMIO
Come on, people. Let's move. Alice, you're up front with me.

HELLBOY
Oh, I get it. Monsters in the back.

DAIMIO
We wouldn't want to scare the kiddies, would we?

HELLBOY
Looked in a mirror lately?

ANGLE ON BROOM - watching anxiously as the helicopter lifts off and heads out over the city.

EXT. ST. OSYTH'S CHAPEL - DUSK

High atop a small mountain are the remains of an ancient stone chapel. In the shadow of its crumbling tower, Gruagach carries a heavy cauldron. The Blood Queen's severed head rests nearby, silhouetted against the dying sun, peering into the distance.

BLOOD QUEEN
They're coming. I can feel it.

GRUAGACH
Hellboy?

BLOOD QUEEN
And his compatriots.

The Gruagach stops what he's doing, looks skyward, worried --

GRUAGACH
The sun has only just begun to set. Are we going to be ready? And where are the others you summoned?

BLOOD QUEEN
Fret not, Gruagach. They will be exactly where I need them to be...

EXT. OPEN FIELD - NIGHT

The Helicopter lands in an open field. Hellboy, Abe and Alice get off, look around.

HELLBOY
Where are we? I don't see any chapel.

DAIMIO
This is as close as we can get and still maintain surprise. We hike from here.

Abe checks the map, points --

ABE SAPIEN
The Priory should be just over that rise. We better get going if we want to be there before midnight.

EXT. WOODS - NIGHT

They trudge uphill through the dense forest, Abe checking the map as they go. Hellboy takes point, clearing a path with his stone fist.

DAIMIO
A little louder, Hellboy. I'm not sure they can hear us coming.

HELLBOY
Why don't you get up here so I can snap something besides these branches.

As Hellboy continues on, Alice sidles up to Daimio.

ALICE
Why are you always on him? Does he really bother you that much?

DAIMIO
I just call ‘em like I see ‘em.

ALICE
I’m a spiritual medium, Major. Been seeing things from the other side most of my life. And if it’s taught me anything, it’s that evil doesn’t always wear a familiar face.

DAIMIO
Really? You’re going to lecture me about faces?
(re: his scars)
Or did you think I got these shaving?

Alice considers his jagged scars.

ALICE
A monster did that?

DAIMIO
During a recon mission in the Amazon basin.

*We hear the distant sounds of SCREAMING and GUNFIRE from Daimio’s memory as we --*

FLASHBACK TO:

EXT. AMAZON JUNGLE - DAY

*A YOUNGER BEN DAIMIO hits the dirt, BLOODY GASHES running down his face. He and a team of heavily-armed SOLDIERS are being attacked by a vicious JAGUAR BEAST.*

DAIMIO (V.O.)
My unit was a dozen klicks from the rendezvous point when I realized we were being stalked.

*The jungle fills with SCREAMS and GUNFIRE as the soldiers are yanked into the overgrowth and torn to shreds.*

DAIMIO (V.O.)
But it was too late. Damn thing came out of nowhere. Tore through us like tissue paper. A dozen well-trained, heavily armed soldiers. Gone. Just like that.

*The beast turns on Daimio, who barely manages to raise his gun - BLAM!*

BACK TO SCENE:

Daimio shakes off the memory.

DAIMIO
I was the only one who survived.

Before Alice can respond, Hellboy tears some more brush away, startled by the sudden appearance of a DEMONIC VISAGE carved into an moss-encrusted stone.

ABE SAPIEN
What is it?

HELLBOY
A grave marker.

Hellboy pulls back more brush to reveal more demonic effigies.

ABE SAPIEN
Looks like we've stumbled into some sort of burial ground.

A NOISE like creaking branches. Hellboy looks up into the trees to find PREDATORS EYES glinting back at him. UNDEAD WITCHES. Dozens of them. Hideous undead things.

ALICE
There's so many.

Out of nowhere, one of the witches SWOOPS DOWN, clawing at Hellboy as it passes.

DAIMIO
Back to back, quickly! Form a column. Fire in short bursts to conserve ammo.

ALICE
I don't have a gun!

DAIMIO
Do you know how to use one?

ALICE
No.

DAIMIO
Then that's a good thing.

A witch lunges. Daimio shoots, blowing it away mid-air. ANOTHER BURSTS UP FROM THE GROUND beneath Hellboy's feet, clawing its way out of the grave.

HELLBOY
You gotta be kidding...

He crushes it with a swing of his stone fist.

HELLBOY (CONT'D)
Does anything stay buried in this godforsaken country?

One of the witches leaps onto Daimio, clawing at him viciously. Alice grabs the witch, trying to pry her loose.

ALICE
Let go of him!

Desperate, she balls up her fist and punches the witch as hard as she can, accidently knocking the WITCH'S SPIRIT right out of her. The disembodied spirit flees SCREAMING off into the night, while her corporeal form crumbles to dust.

ALICE (CONT'D)
Did I do that?

DAIMIO
(nods yes)
Three o'clock!

Alice spins to find a witch rising from the grave. She punches her soul out, amazed by her newfound ability. Daimio is seized by a violent cramp, forcing him to stop fighting long enough to take another pill. Meanwhile, Hellboy and Abe fight back-to-back, blasting witches.

HELLBOY
Just like old times, huh?

ABE SAPIEN
You say that like it's a good thing.

They form the defensive column once again, taking turns firing and reloading, working like a well-oiled machine. Daimio notices that Hellboy's shots cause the witches to burst into clouds of fiery ash.

DAIMIO
What the hell are you packing?

HELLBOY
Special bullets. You guys don't have those?

DAIMIO
Saving mine for the right occasion.

Another witch leaps at them. Hellboy blows it away, ash clearing to reveal the FULL MOON above. Abe sees it too.

HELLBOY
We're running out of time.

ABE SAPIEN
Go. We've got this.

Hellboy gives his old friend a nod, then takes off up the hill, blasting witches as he goes. We can just make out the ruins of ST. OSYTH'S CHAPEL in the distance. Abe, Alice and Daimio keep fighting. Daimio slaps in another clip.

The battle continues. A witch swoops past. Alice spins around just in time, punching the soul right out of her.

DAIMIO
How are you doing that?

ALICE
No idea. But I'm starting to get the hang of it.

ABE SAPIEN
It's called a Spirit Wrack. Basically the reverse of what you did with Lady Hatton's corpse. I saw it in India once, performed by a Param Guru. But only after decades of practice.

Alice takes a stance as the remaining witches close in.

ALICE
Something tells me we don't have that kinda time.

INT. ST. OSYTH'S CHAPEL - NIGHT

Portions of wall and archways are missing, but the chapel is still mostly intact. Where the altar once stood, there is now a WIDE PIT surrounded by large OVERTURNED CAULDRONS.

Gruagach stands by the pit, holding a flickering torch. He tips the last of the cauldrons over, pouring its contents into the pit, which we now realize is filled with BLOOD.

GRUAGACH
*De lapidibus et igne fit terra!*

VOICES rise from the darkness in response, thick and gravely.

VOICES (O.S.)
Sanguis vitam est!

Gruagach's torch reveals stooped, leathery TROLLS hunched in the shadows. All shapes and sizes, each more grotesque and malformed than the last.

One by one, they approach the pit with the BLOOD QUEEN CRATES, withdrawing the various body parts, shriveled with age but still moving and twitching, very much alive.

They toss the parts into the pit. The Gruagach watches with grim satisfaction as each sinks down into the pool of blood, then tosses his torch in after them.

WHOOSH! The blood pool ignites, becoming a whirling column of fire. The trolls CHEER! Gruagach shields his eyes from its intensity as --

BOOM! A shot rings out, echoing through the chapel. The troll closest to the Gruagach suddenly EXPLODES, splattering the changeling with bits of gore and viscera.

All eyes on HELLBOY as he steps into view, gun smoldering.

HELLBOY
Sorry. Didn't mean to interrupt.

Gruagach ducks for cover behind one of the cauldrons as Hellboy fires again, killing the troll standing behind him.

HELLBOY (CONT'D)
Hope I'm not late for the party.

BLOOD QUEEN (O.S.)
On the contrary...

The BLOOD QUEEN steps from the fiery pit, <u>whole again</u>, a dark goddess drenched in blood and draped in living shadow.

BLOOD QUEEN (CONT'D)
You're just in time.

She cranes her neck, bending, flexing, testing her newly restored form.

HELLBOY
...crap.

Hellboy takes aim and fires, but the Blood Queen casually deflects the shot with a wave of her hand. He tries again -- CLICK...CLICK...but he's out of ammo.

BLOOD QUEEN
Poor deluded creature. You have done so much for mankind, and still you are shunned by them. Treated as an outsider, an outcast... a monster.

HELLBOY
Careful. You'll hurt my feelings.

The trolls close in, cutting Hellboy off from the Blood Queen, holding him at bay.

BLOOD QUEEN
When I first touched you, I felt your pain, your loneliness, just as I sensed your true nature. I knew then what you have struggled with your entire life... that you are one of us, a creature of darkness.
(beat)
Why fight for those who hate and fear you? Join me instead, and be revered for who you really are.

HELLBOY
As tempting as that sounds, I'm not really the joining type.

BLOOD QUEEN
Pity.

She gestures to the trolls, who swarm over Hellboy, clawing, punching, kicking, biting. Gruagach emerges from hiding, pleading with the Blood Queen as they move away.

GRUAGACH
Please! Restore me now! Let me take my revenge!

BLOOD QUEEN
Patience. Your time will come.

GRUAGACH
But you swore!

She spins on him with a look of mad fury --

BLOOD QUEEN
Mind your tongue, pig! Else I'll tear it from your head!

Gruagach looks to Hellboy and growls with impotent rage, wanting so badly to finish it here and now. The Blood Queen turns from him to draw shimmering occult symbols in the air, opening a MYSTICAL PORTAL.

BLOOD QUEEN (CONT'D)
Consider my offer, Hell Boy. If you change your mind...

She steps through the portal, followed by Gruagach, who pauses to glare at Hellboy one last time. Hellboy manages to fight his way from beneath the trolls and lunges just as the portal collapses.

HELLBOY
(sighs)
I really hate magic.

As Hellboy is tackled out of frame --

EXT. WOODS - NIGHT

Abe, Daimio and Alice are backed into a corner, desperately trying to hold their own against the remaining witches closing in on them. Suddenly, the witches stop and flee screaming off into the night, leaving Daimio, Abe and Alice standing there, confused.

DAIMIO
What just happened?

ABE SAPIEN
Alice, was that you?

ALICE
I don't think so.

They wait a long beat. When the witches don't return, everyone breathes a collective sigh of relief. Daimio continues up the hill toward St. Osyth's.

INT. ST. OSYTH'S CHAPEL - MOMENTS LATER

Alice, Abe and Daimio arrive just as Hellboy finishes off the last of the trolls.

HELLBOY
Took you guys long enough.

DAIMIO
Where's Grugak and the Blood Queen?

ALICE
It's pronounced *Gruagach*.

HELLBOY
They're gone.

DAIMIO
What do you mean gone? You let them get away?

HELLBOY
I didn't *let* them do anything. She pulled some magicky hoo-ha and just disappeared.

ABE SAPIEN
So she's back in one piece.

HELLBOY
I'm afraid so.

DAIMIO
So after all this, the Blood Queen just slips through your fingers. You know, I'm starting to wonder whose side you're really on.

Hellboy glares at Daimio, then marches into the woods, back the way they came. Daimio turns to find Alice and Abe leering at him.

DAIMIO (CONT'D)
I'm just saying what everyone else is thinking.

ALICE
You don't want to know what I'm thinking.

Alice pushes past Daimio and into the forest. Abe shoots him a look and follows.

EXT. PENDLE HILL - NIGHT

Nestled in the valley below Pendle Hill we find the ancient CYPRESS TREE upon which the Blood Queen was impaled by Artur.

Dark clouds gather, thunder rumbles as a MYSTICAL PORTAL suddenly opens. The Blood Queen and Gruagach step out, portal closing behind them.

She makes her way over to the tree, the grass beneath her feet withering in her wake as her disease spreads, radiating outward.

*PSYCHIC FLASH: Quick, nightmarish images. Pin-cushioned by arrows, the Blood Queen is impaled by a spear and nailed to the tree. Blood flows as she is hacked to pieces, seeping into the ground below.*

Sensing a presence, the Blood Queen tilts her head toward the surrounding forest.

BLOOD QUEEN
Well, don't just cower there like field mice. Step forth and be counted.

The CREATURES OF DARKNESS reveal themselves, representatives from all the different tribes: goblins, witches, trolls, dark elves. Among them, Ganeida and her two sisters.

BLOOD QUEEN (CONT'D)
Ah, dear sisters. So kind of you to grace me with your presence. But where is the rest of your coven? I seem to recall a greater number when last we met.

Ganeida steps forward, removing her CROWN OF THORNS to present it to the Blood Queen.

GANEIDA
The others are dead. Drowned. They threw themselves into the sea when they heard you had returned.

BLOOD QUEEN
And yet you three remain.

With a gesture, Ganeida's sisters crumple to the ground, every bone in their bodies broken. Ganeida falls to her knees, pleading:

GANEIDA
Please, My Queen! Have mercy!

BLOOD QUEEN
Fear not, Ganeida. The debt is paid.
(to everyone)
(MORE)

BLOOD QUEEN (CONT'D)
That goes for all gathered here. I hereby grant clemency for any past transgressions, to you and your kin. It is time for us to stop fighting amongst ourselves and face the real enemy.

The Blood Queen floats up into the air, so that all may see.

BLOOD QUEEN (CONT'D)
Too long have we hidden away in the cracks of the Earth, running from those who would murder our brothers and sisters. Darkness falls upon the world once more, and together we shall bring about a new age... a new beginning. The days of man are done.

The gathered crowd mumbles in agreement.

BLOOD QUEEN (CONT'D)
Now go. Spread the word. When the time is right, I shall call upon you again, to raise an army unlike any the world has ever known. Together, we shall reclaim these lands and take back what has so long been denied.

This last pronouncement is punctuated by another CLAP OF THUNDER and a CHEER from the creatures of darkness. Rain begins to fall. The creatures disperse, vanishing back into the forest. Ganeida tries to slink away unnoticed, but --

BLOOD QUEEN (CONT'D)
Not you, Ganeida.

Ganeida turns back hesitantly, afraid of what comes next. The Blood Queen takes the crown of thorns, magically transforming it into a lethal-looking BARBED ARROW, coating its tip with her vile plague.

BLOOD QUEEN (CONT'D)
I still have one task left, to prove your newfound loyalty.

She hands the arrow to Ganeida, then draws the shimmering symbols in the air, opening another PORTAL.

EXT. ESSEX WOODS - NIGHT

Hellboy and the others make their way through the dense forest, retracing their steps back to the helicopter. An annoying songbird follows, SINGING loudly.

DAIMIO
Once we're back in the chopper, I'll need all eyes on the ground, searching for any sign of the Blood Queen's plague. That'll be the best way to track her movements.

ABE SAPIEN
Good plan. I knew there was a reason we kept you alive this long.

DAIMIO
You know, for a Merman, you've got a pretty dry sense of humor.

ABE SAPIEN
*Merman*?

DAIMIO
(sarcastic)
Sorry. Is that not politically correct? *Amphibious Humanoid*, then.

ABE SAPIEN
You may find this hard to believe, Major, but I once used to be just like you.

ALICE
Grouchy and ill-mannered?

ABE SAPIEN
<u>Human</u>.

Alice and Daimio exchange surprised looks.

ABE SAPIEN (CONT'D)
My real name is Langdon Everett Caul. I was a part of a secret society that dabbled in the occult. We performed a ritual which resulted in an entity being released that turned me into... (gestures to himself) this. The society imprisoned me in a water-filled capsule and hid me away. It was many years before I was discovered by the B.P.R.D.

ALICE
So they saved you.

ABE SAPIEN
Actually, they tried to dissect me. Fortunately, Hellboy intervened. Been working with the B.P.R.D. ever since.

ALICE
Wow. And I thought my origin story was rough.

Daimio interrupts --

DAIMIO
Okay, enough chit-chat. We need to focus on the problem at hand.

Hellboy suddenly stops, draws his gun.

HELLBOY
You hear that?

DAIMIO
I don't hear anything.

HELLBOY
Exactly. The bird. It stopped singing.

He's right. It's dead quiet now. Abe and Alice look around, instantly on alert. Daimio doesn't get it.

DAIMIO
So?

ALICE
It's a warning.

DAIMIO
Seriously? First fairies, now birds? You people...

THWAP! Alice is suddenly struck in the shoulder by an arrow. She stares down at it, startled and confused, before collapsing. Abe catches her as she falls.

Hellboy and Daimio spin to find Ganeida standing by a tree, holding a bow. She tries to escape, Hellboy lunges, grabbing her by the throat with his giant stone hand.

Abe pulls out the barbed arrow, coated in vile rot. The disease already spreading in thin black tendrils.

ABE SAPIEN
The arrow's been poisoned.

Hellboy glares at Ganeida, grip tightening around her neck --

HELLBOY
You've got three seconds to undo whatever you just did.

GANEIDA
Not me. Nimue. She made me do it.

HELLBOY
Two...

GANEIDA
I didn't want to. She killed my sisters.

HELLBOY
One...

We can hear the bones in Ganeida's neck cracking.

GANEIDA
But I can help.

Hellboy loosens his grip enough for Ganeida to speak:

HELLBOY
There is still one who might save your friend. Not far from here. I can take you to him.

Hellboy considers this... let's go of Ganeida, who falls to the ground, gasping for air.

DAIMIO
What are you doing? You're not actually going to trust her?!?

But Hellboy's mind is already made up. He takes a ROSARY from his belt and wraps it around Ganeida's neck, like a leash.

HELLBOY
Lead the way. And no sudden movements.

Before she can take a single step, Daimio draws his gun, leveling it at Ganeida's head.

DAIMIO
This is crazy. I can't let you do it.

HELLBOY
Put that down, Daimio.

DAIMIO
We have our orders. Finding the Blood Queen is the number one priority. And the longer we wait, the less likely that becomes.

Hellboy steps menacingly closer.

HELLBOY
Don't make me ask you twice.

ABE SAPIEN
Uh, guys... how 'bout we take this down just a couple hundred notches?

DAIMIO
Look, I'm sorry about Alice, but you're weighing one life against millions.

HELLBOY
I told you, we're a package deal. No Alice, no me. So good luck fighting the Blood Queen on your own.

Daimio considers this for a long beat, then lowers his gun.

DAIMIO
If I wasn't under orders, I'd drop your sorry ass right here and now.

He grabs Ganeida's leash and jerks her away. Hellboy lifts Alice, cradling her in his arms. She looks up, barely conscious and in pain, but still manages a weak smile. They move off, following Ganeida into the woods.

EXT. ENGLISH COASTLINE - NIGHT

Hellboy carries the unconscious Alice as the group inches along a precarious sea wall, following Ganeida's lead. They eventually come to a hidden CAVE ENTRANCE, ancient runes etched all around it.

DAIMIO
Anyone read Latin?

ABE SAPIEN
Aramaic actually. And yes.

HELLBOY
What's it say?

ABE SAPIEN
The short version... "*Abandon all hope ye who enter.*"

HELLBOY
Screw it.

Hellboy, leading the group, heads into the cave.

INT. CAVE - CONTINUOUS

They move beyond the cave entrance, descending a stairway carved from the surrounding rock. More runes here, along with ancient battle scenes etched in bas relief.

INT. CAVERN - CONTINUOUS

The group emerges into an impossibly large cavern, bisected by a MOAT OF FIRE. A stone bridge leads across it, to the IRON GATES of a massive UNDERGROUND PRISON.

DAIMIO
What is this? Some sort of tomb?

HELLBOY
Looks more like a prison.

GANEIDA
The one you seek resides within. An ancient druid locked away here long ago. Only he can save your friend.

She sets out across the bridge --

GANEIDA (CONT'D)
Quickly now. Every moment we tarry brings her one step closer to dea--

CRACK! A stone hand suddenly reaches out from the shadows and SNAPS Ganeida's neck, killing her instantly. She falls aside to reveal a HUGE STONE SENTRY forming itself from the surrounding rocks.

Fire flickers in its empty eye sockets, glowing through cracks in its stoney flesh. Slowly it turns to the others, taking a position between them and the iron gates beyond. Hellboy sets Alice aside and steps up to face him.

HELLBOY
Outta my way, Rocky. We got business.

SENTRY
None shall pass.

HELLBOY
We'll see about that.

Hellboy punches the Sentry with everything he's got, but the huge stone guardian doesn't even flinch.

HELLBOY (CONT'D)
...crap.

The Sentry snatches Hellboy up by the neck. Abe and Daimio try to intervene but are easily swatted aside.

HELLBOY (CONT'D)
I don't suppose we could discuss this.

The Sentry squeezes. Hellboy fights with all he's got, but it's no use. As he starts to black out --

SENTRY
(realizing)
*Anung un Rama?*

The Sentry suddenly lets go of Hellboy, who falls to his knees, gasping for air.

SENTRY (CONT'D)
Forgive me. I did not recognize you.

HELLBOY
S'okay. I fight a lot weird shit too. Hard to keep track of it all.

With a loud CLANKING SOUND, the Iron Gates begin to open.

SENTRY
Enter and be welcome.

The Sentry steps aside, its inner fire waning as it is once more absorbed into the surrounding stone. Hellboy shares a look with the others, then retrieves Alice and continues across the bridge.

DAIMIO
Am I missing something? What just happened?

ABE SAPIEN
He seemed to have recognized Hellboy...

DAIMIO
And that just gets us a free pass into this hellhole? That can't be good.

ABE SAPIEN
No. Probably not.

INT. PRISON - CONTINUOUS

As they enter the prison, Daimio tries to turn on his flashlight, but the beam spreads no more than a couple of feet before being swallowed by the impenetrable darkness.

A single candle flickers to life, revealing a withered old man with long, filthy gray hair and a patch over one eye. It's MYRDDIN, from the opening scene.

MYRDDIN
For fifteen hundred years the witches have held me prisoner. For allowing my king to betray their truce. And in all that time, none have made it past the stone guardian. You must be the one I've been waiting for all this time.

HELLBOY
(hurried)
Yeah great. Our friend's been poisoned. We were told you could help.

More candles ignite, hundreds of them, illuminating the main chamber of a seemingly endless stone dungeon. Myrddin steps forward, taking a closer look at Alice's wound, stunned by what he sees --

MYRDDIN
This is the work of the Blood Queen. Has she returned?

HELLBOY
With a vengeance.

MYRDDIN
Listen to me. You cannot underestimate this woman. I know, for I <u>loved</u> her once.
(MORE)

MYRDDIN (CONT'D)
And allowed myself to believe that she could love me in return. But it was all a lie. A clever deception so that she could seduce me and steal my magic. Her evil knows no bounds. She must be stopped.

HELLBOY
Yeah, workin' on that. But first things first... my friend.

Myrddin turns back to Alice, plucks a feather from his cape and brushes it against her lips, then gives it a whiff, inhaling deeply.

MYRDDIN
She's strong. There is still a chance. But if I do this thing you ask, you must do something for me in return.

HELLBOY
Anything.

MYRDDIN
Good. Then the bargain is struck. Let us begin...

MONTAGE

-- Myrddin prepares the ritual that will save Alice from the Blood Queen's poison.

-- Hellboy lays Alice down inside a magic circle, while Myrddin surrounds her with candles and burning sage.

-- Abe and Daimio watch in rapt wonder as Myrddin performs his magic over the unconscious Alice.

-- Alice convulses, inky black poison seeping from her wound.

-- The poison becomes like a living thing, hovering above them. Myrddin banishes it with a wave of his hand.

When it's over, Alice's eyes open. She's well again. Hellboy leans over, giving her a loving smile. Abe and Daimio hover in the background, giving them a moment alone.

HELLBOY
Welcome back.

ALICE
What happened?
(re: Myrddin)
Who's the new guy?

Myrddin smiles warmly, takes Alice by the hand.

MYRDDIN
I am known by many names. But you may call me Myrddin.

ON ABE as he realizes --

ABE SAPIEN
Myrddin...? No way! That's Merlin!

HELLBOY
Holy crap.

MYRDDIN
(to Hellboy)
It is time for you to uphold your end of our deal.

Myrddin pulls Hellboy away from the others. Daimio starts to protest --

DAIMIO
Hey, just a minute --

-- when, with a wave of Myrddin's hand, a wall suddenly THRUSTS UP from out of nowhere, sealing off the room. Daimio pounds on it in frustration.

DAIMIO (CONT'D)
Oh, that's just freakin' great!

INT. MYRDDIN'S PRISON - CONTINUOUS

Myrddin leads Hellboy through the prison corridors.

HELLBOY
Was that really necessary?

MYRDDIN
Better your friends remain where they are. What I have to say now is for you and you alone.

HELLBOY
Okay, shoot.

MYRDDIN
Tell me, are there still tales of King Artur in your time? How he drew the sword from the stone?

HELLBOY
Yeah. Movies too. He’s a regular pop culture phenom.

MYRDDIN
Then you know of his death at the battle of Camlan.

HELLBOY
Must’ve missed that one.

MYRDDIN
The people believed the Pendragon line ended there. But it’s not true. Artur had a son, Mordred, who sired a daughter by a witch named Katheryn of Gilfach. Eventually she had a daughter of her own, and that daughter had a daughter, and so on.

HELLBOY
So the Pendragon name was lost, but the bloodline continued.

Myrddin stops at an alcove to pick up a dusty leather tome, flipping through its parchment pages.

MYRDDIN
Hidden behind other names. Dale, Hamilton, Talbot... An unbroken line of witches stretching across the ages, ending with Sarah Hughes.

He shows Hellboy a list in the book, written centuries ago, his finger on the last name: SARAH HUGHES.

MYRDDIN (CONT’D)
She used to fly to the sabbat on the back of a demon in the shape of a goat. And on Walpurgis Night in 1574, she married that demon.

HELLBOY
Why are you telling me all this?

MYRDDIN
On her deathbed she repented all her evil deeds, died, was chained into her coffin and prayed over.
(MORE)

MYRDDIN (CONT'D)
But the demon would not be denied his bride. That very night she was taken down to Hell, where she delivered a son...

Myrddin turns the page, revealing an archaic woodcut print of a YOUNG HELLBOY.

MYRDDIN (CONT'D)
It's you, my boy. The only male descendant of Mordred, son of Artur. Last of the royal lineage. If not for the Nazi ritual that brought you to our world, you would have remained a Prince of Hell. A Prince destined to become a King.

HELLBOY
(stunned)
My mother... She was human?

MYRDDIN
And so are you. At least in part. Blood of his blood. Which is why I know you can do what must be done.

Myrddin closes the book and sets it back in the alcove, which magically slides away to reveal a massive iron door.

MYRDDIN (CONT'D)
Come, *Anung un Rama*. It is time for you to meet your destiny.

As he leads Hellboy away --

HELLBOY
Okay, that is the second time now. What does that mean? *Anung...*

MYRDDIN
*Anung un Rama.* Your name. It is written on the crown your father would have you wear.

HELLBOY
My father?

MYRDDIN
Your true father. In hell.

EXT. SOMEWHERE OUTSIDE LONDON - NIGHT

Ominous storm clouds gather overhead as Gruagach and the Blood Queen make their way through a small township. Frightened locals run screaming, then drop like flies, consumed by the Blood Queen's plague. A trail of death and destruction in her wake. As she continues onward, TILT UP to reveal the London skyline looming in the distance, a beacon to guide their way.

EXT. MYRDDIN'S CAVE - UNDERGROUND POOL - NIGHT

Myrddin brings Hellboy to a large chamber, where a wellspring feeds a huge underground pool. At its center rises a huge stone with a GLEAMING SWORD sticking out of it.

MYRDDIN
Excalibur. Sword of Kings. The one weapon that can stand against the Blood Queen. Only a true descendant of King Artur can wield it. This is your birthright, Hellboy. Your destiny. Go and claim it.

Hellboy stares, transfixed, wading into the pool, drawn by the sword's irresistible pull. Unconsciously, he reaches out to grasp it...

FWOOSH! As soon as he connects, the sword ignites, becoming awash in flame. At that same moment, Hellboy is seized by a horrific vision --

FLASH: *Hellboy becomes THE BEAST OF THE APOCALYPSE, wielding a flaming sword, a fiery crown upon his brow. His horns grow to full length, eyes blazing with hellfire. The underground chamber becomes an APOCALYPTIC LANDSCAPE, a city in ruins. Fires rise from cracks in the earth, raging out of control. Huge TENTACLED MONSTROSITIES as big as skyscrapers stalk the terrain. Death and destruction as far as the eye can see.*

Hellboy yanks his hand away. Everything is back to normal. No apocalypse. No sword of fire. Just Hellboy in a dark cavern with a very angry Myrddin.

MYRDDIN (CONT'D)
No! You gave your word! Take the sword! Before it's too late!

But Hellboy has made his decision. He steps back from Excalibur. The sword in the stone slowly sinks back into the pond.

MYRDDIN (CONT'D)
You fool! What have you done?

HELLBOY
There must be another way.

With every word, Myrddin ages, withering to a husk as the years rapidly catch up to him.

MYRDDIN
You could have saved them. Saved everything. But it's too late now. This was the last of my magic. And now the sword has returned to the only man ever truly worthy of it. At least I won't be here to watch the world wither and die. That I leave to you.

With a final, rattling breath, Myrddin's corpse crumbles to the ground. A LARGE GRAY MOTH, his immortal soul, climbs out from beneath his eye-patch. Hellboy stares as it flits away... only to be snatched from the air by the Stone Sentry, who appears from out of nowhere.

SENTRY
All debts must be paid.

He crushes the moth, then vanishes back into the rock wall.

INT. MYRDDIN'S PRISON - MOMENTS LATER

Abe, Daimio and Alice await Hellboy's return when a low rumbling begins to build. The prison shakes. Stones fall from the ceiling. The whole place begins to crumble. Hellboy enters, in a rush, heading straight for the exit.

HELLBOY
Time to go.

INT. CAVERN - MOMENTS LATER

They race across the bridge as it collapses behind them, barely making it to the other side as the prison sinks down into the molten lake of fire.

EXT. LONDON - DAY

Lightning FLASHES as ominous storm clouds gather over London, churning in a reddening, ever-widening maelstrom.

INT. B.P.R.D. - LONDON BRANCH - CONTINUOUS

Professor Broom confers with a FIELD AGENT. All around them, bureau personnel work furiously at their computer stations, monitoring the spread of the Blood Queen's plague. NEWS FOOTAGE of its spread coming in from all over England.

BROOM
Why haven't we heard from Hellboy?

FIELD AGENT
I don't know. It's like he and his team just vanished off the grid.
(off Broom's reaction)
I'm sure he's okay, though.

BROOM
What about the Blood Queen?

The agent hands Broom a print-out.

FIELD AGENT
All indications are that she's gaining strength. Most recent estimates of the spread put the numbers at close to two hundred.

BROOM
Infected?

FIELD AGENT
Deceased. Known infected is nearing a thousand reported cases. And that figure represents just a small fraction. Assume at least ten thousand victims so far, with an anticipated mortality rate of ninety-two percent. Depending on location and mobility of the source, that puts the twelve-hour projection at roughly one hundred and fifty thousand.

Broom absorbs the news like a physical blow as they arrive at the wall monitors displaying various NEWS PROGRAMS of the chaos erupting in wake of the epidemic: SCENES of the sick and dying, panic in the streets, hospitals overflowing.

An ANCHORWOMAN report on the situation in dire tones:

ANCHORWOMAN
*...but so far, the British government has failed to pinpoint the origin of the virus.*
(MORE)

ANCHORWOMAN (CONT'D)
*A growing number of online sources have linked the spread to sightings of this mysterious figure seen wandering the English countryside. Be advised: some viewers may find these images disturbing...*

ON-SCREEN - jittery camera-phone footage showing a brief, blurred glimpse of the Blood Queen moving down a city street before the camera is dropped, ending with a plague-riddled face falling into frame.

ANCHORWOMAN (CONT'D)
*Sightings like these are now being reported all across Great Britain.*
(finger to her ear)
*Pardon me, but I've just received word that the virus has now reached London. The Prime Minister has declared an official State of Emergency, and the World Health Organization is urging residents to stay indoors, avoiding contact with anyone who might be infected...*

Suddenly, an ALARM SOUNDS. GUNFIRE and DISTANT SCREAMS come from somewhere inside the facility.

BROOM
She's here.

FIELD AGENT
(checking her computer)
There's been a perimeter breach.
(eyes wide)
My god!

ON-SCREEN - THE GRUAGACH brutally kills several B.P.R.D. AGENTS as he moves deeper into the facility.

EXT. ENGLISH COASTLINE - DAY

The team pulls itself up and over the top of the bluffs. The helicopter in the distance.

DAIMIO
I just want to know what happened down there.

HELLBOY
Not sure I understand it myself.

DAIMIO
Then how about the broad strokes? Starting with where you and Merlin ran off to.

ABE SAPIEN
*Myrddin.*

DAIMIO
Whatever. Something obviously happened to bring the whole place crashing down on our heads. What was it?

Hellboy hesitates, then --

HELLBOY
He offered me the sword.

ABE SAPIEN
Excalibur?

Abe, Daimio and Alice react, surprised and elated by what they assume to be good news.

DAIMIO
That’s great! Where is it?

HELLBOY
I said he offered it to me. I didn’t say I took it.

DAIMIO
WHAT?!? Why the hell not?

HELLBOY
Because. Everything they say about me is true. I saw it, when I touched Excalibur. My true face. I was given a glimpse of the monster everyone else sees when they look at me.

ALICE
What are you talking about?

HELLBOY
Just look at me. The tail, the horns...

Hellboy holds up his big stone fist.

HELLBOY (CONT'D)
This. Whatever the hell this is. Think about it. That's why Osiris tried to kill me. They knew what I might someday become. Lady Hatton showed them. She *warned* them.

ABE SAPIEN
Come on, Hellboy, don't --

HELLBOY
See, even the name. My own father gave that to me. Not Tim or Bobby, not even Damien. *Hellboy*. The boy from hell. My whole life I've been avoiding the truth, playing hero, hiding from who and what I really am.

DAIMIO
(wary)
And what is that, exactly?

Before Hellboy can answer, they arrive at the helicopter to find a RED LIGHT FLASHING on the control console, and an ALARM SOUNDING.

DAIMIO (CONT'D)
It's the emergency beacon.

The others share worried looks as Daimio ducks his head into the cockpit to check the onboard computer. He returns moments later with a worried expression.

DAIMIO (CONT'D)
Something's happened back at the bureau. We need to go. Now.

HELLBOY
What is it? What's wrong?

DAIMIO
The Blood Queen's reached London.

INT. HELICOPTER - FLYING - LATER

Hurricane winds buffet the helicopter as they fly over London, which is being assaulted by an unprecedented supernatural storm. Daimio struggles with the controls.

DAIMIO
Not sure how much more she can take. I may have to set us down --

HELLBOY
(resolute)
No, keep going.

Daimio keeps fighting with the controls. Abe leans forward from the back --

ABE SAPIEN
Any luck contacting the Bureau?

DAIMIO
(shakes his head)
Coms are still out. Storm's blocking the signal.

Suddenly, it begins to HAIL, first in small pellets, then in GREAT BIG CHUNKS. One of them cracks the chopper's cockpit windscreen. An alarm sounds. Daimio switches it off.

ALICE
What's that?

DAIMIO
Rotor's starting to ice up.

ALICE
Is that bad?

DAIMIO
It ain't good.

Up ahead, B.P.R.D. Headquarters comes into view. Daimio puts both hands on the throttle and does his best to bring them in for a safe landing. Hellboy stares out of the chopper, a concerned expression.

INT. FISH AND CHIPS SHOP - MOMENTS LATER

Hellboy, Daimio, Alice and Abe enter, horrified to find the place has been ransacked. A few UNDERCOVER AGENTS from before lying dead on the floor.

DAIMIO
Jesus...

Hellboy shares a worried look with Abe --

HELLBOY
...Father...

INT. B.R.R.D. UNDERGROUND HEADQUARTERS - LATER

Deep underground, Hellboy races through the maze of ruined corridors, past more broken corpses of B.P.R.D. agents, until he finally comes to --

INT. BROOM'S OFFICE - CONTINUOUS

Hellboy enters to find the body of the FIELD AGENT slumped over the computer, her neck snapped. Professor Broom is nowhere to be scene.

Abe, Alice and Daimio arrive to find Hellboy staring at something just off-screen.

ABE SAPIEN
Any sign of the Professor?

HELLBOY
They took him.

Abe follows Hellboy's gaze to the shattered wall monitors, where a LARGE CROSS has been painted in blood, along with a single word: SOUTHWARK.

ABE SAPIEN
Southwark... Southwark Cathedral.

DAIMIO
(to Hellboy)
Blood Queen's calling you out.

Bristling with rage, Hellboy turns and makes for the exit.

HELLBOY
Then let's not disappoint her.

EXT. STREETS OF LONDON - DAY

Amidst the raging storm, tanks and military vehicles roll down the streets. Whole sections of the city are being cordoned off. Martial Law in full effect.

EXT. SOUTHWARK CATHEDRAL

A handful of POLICE OFFICERS take cover behind their cars outside the church, weapons trained on the Blood Queen, who stands atop the steps, looking out over the city as the epidemic unfolds, reveling in the chaos.

They open fire, but the Blood Queen casually waves off the attack, then SENDS HER PLAGUE SWEEPING THROUGH THE OFFICERS, who fall to the ground screaming as they're consumed by boils and pustules. Onlookers flee in terror.

BLOOD QUEEN
That's right, vermin. Time for you to learn what it is like to cower in the shadows.

And from those shadows, the Gruagach emerges with Professor Broom in tow. Broom stares up at the Blood Queen defiantly -

BROOM
You can't win. Hellboy will come for you.

BLOOD QUEEN
I'm counting on it.

The Blood Queen turns to Gruagach, lovingly caressing his cheek with her hand, nails long and lethal.

BLOOD QUEEN (CONT'D)
You've done well, my pet. And now it is time for your reward...

EXT. SOUTHWARK CATHEDRAL - LATER

Daimio roughly sets his chopper down outside Southwark Cathedral. Hellboy and the others jump out. A gunshot ricochets off the wall. Hellboy spins angrily at the cops just now arriving on the scene --

HELLBOY
I'm on your side, you morons!

As Hellboy storms off toward the church, the others share worried glances. They've never seen him so close to the edge.

Daimio flashes his M-11 badge at the officers.

DAIMIO
M-11. No one enters, under any circumstances. Is that clear?

INT. SOUTHWARK CATHEDRAL - MOMENTS LATER

Hellboy kicks open the doors, ready for anything... only to met by an eerie silence. The church is empty. No sign of the Blood Queen.

ABE SAPIEN
Well that’s rather anti-climactic.

They move farther into the nave, on alert, checking pews as they go. But nothing seems out of the ordinary. Hellboy stops when he reaches the altar, confused.

HELLBOY
Where is she? This doesn’t make sense.

ABE SAPIEN
Could be they came and went already.

HELLBOY
So why bring us here?

ALICE
Maybe we misinterpreted the message.

DAIMIO
Or maybe the Blood Queen’s led us on another wild goose chase.

GRUAGACH (O.S.)
Then again, it could be a trap.

Startled, they all turn to find the Gruagach standing in the shadows of the cathedral’s southern transept.

HELLBOY
Where’s Broom? If anything’s happened to him, so help me --

GRUAGACH
Save the threats, Hellboy.

Gruagach steps into the chamber, fully revealing himself, already in mid-transformation. Bones popping and cracking, muscles bulging, shifting beneath roiling flesh. Growing larger by the second.

GRUAGACH (CONT’D)
As you can see, my Queen has kept her promise.

They watch in mute horror as the Gruagach continues his grotesque metamorphosis into a larger, even more monstrous version of himself, covered in thick plates and spiny protrusions. Daimio opens fire, but the bullets just ricochet off the Gruagach’s armored hide.

DAIMIO
That's not good.

HELLBOY
I'll keep him busy. You guys get out of here.

ALICE
But --

HELLBOY
No arguments. Just go.

ABE SAPIEN
I hope you know what you're doing.

HELLBOY
You and me both.

Hellboy steps between Gruagach and the others, covering their retreat.

HELLBOY (CONT'D)
Hand over the Professor, and I promise to make this quick.

GRUAGACH
Oh, but I want it to last. You have no idea how long I've waited.

HELLBOY
Well, I have some idea. I mean, I was the one who sent little piggy squealing all the way home.

The collide like a couple of prize fighters, trading kicks and punches. But this time, Hellboy is heavily out-matched.

Gruagach snatches Hellboy up in his powerful claws and slams him through one of the columns. The cathedral shakes from the impact, shattering stained glass windows and cracking stone support beams.

Alice, Daimio and Abe cover their heads to protect from falling glass and debris as they circle back to the entrance.

ALICE
LOOK OUT!!

The LINTEL suddenly SNAPS. Daimio dives, shoving Abe out of the way as the stone archway comes crashing down, trapping Daimio's leg and triggering another violent seizure.

While Abe and Alice Abe try to lift the heavy stone slab, Daimio reaches into his vest for his pills, pops the top but then hesitates... looks across the church to Hellboy, fighting a losing battle. The Gruagach is just too big, too strong. Hellboy's getting tossed around like a rag doll.

ABE SAPIEN
(straining)
It... won't... budge...

DAIMIO
Get out of here.

Daimio puts the pills away without taking one.

ALICE
We're not going to leave you.

DAIMIO
You have to.

Their confusion turns to shock as DAIMIO BEGINS TO CHANGE. His eyes go fiery red, with the elongated pupil of a cat. Hair sprouts from the scars in his face, growing thicker, spreading outward in irregular patterns. His skin ripples, bulging as the muscles and bones beneath reshape themselves, teeth elongating.

DAIMIO (CONT'D)
(snarling)
GO!!!

As Abe and Alice back away, we go --

BACK ON HELLBOY AND GRUAGACH

They trade one vicious blow after another. Hellboy takes the brunt of the damage, keeping one eye on his companions, trying to force the action deeper into the church.

HELLBOY
That all you got? My grandmother hits harder than --

WHAM! The Gruagach tackles Hellboy through a wall and into the adjoining chamber. Hellboy kicks him off, draws his hand-cannon and fires -- BOOM! The Gruagach staggers backward into another support column. As it starts to give way, Hellboy raises his gun and takes aim --

GRUAGACH
(smiles)
Don't you ever learn? That won't stop me now.

HELLBOY
I'm not aiming at you.

BOOM! He fires again, taking out the column and bringing the whole ceiling crashing down on top of the Gruagach. Hellboy rolls out of the way, barely escaping being buried himself.

ALICE (O.S.)
Now that's what I call bringing down the house.

Hellboy looks up to find Alice and Abe standing over him. They help him up.

ALICE (CONT'D)
Are you all right? Where's Gruagach?

HELLBOY
(re: the pile of rubble)
Under there somewhere. Any sign of Broom?

ALICE
No, but Daimio... Well, I'm not really sure how to explain...

Before she can finish her thought, the GROUND SHAKES. They back away as the GRUAGACH RISES FROM BENEATH THE RUBBLE.

GRUAGACH
You didn't really think it would be that easy, did you?

HELLBOY
I was kinda hopin'.

Hellboy steps protectively in front of Alice and Abe as the Gruagach stalks closer.

GRUAGACH
You burned me. Shamed me. Left me to rot in eternal darkness.

HELLBOY
In my defense, you were pretty much asking for it.

Hellboy hauls off and hits the Gruagach with a mighty uppercut from his huge stone fist. But the Gruagach doesn't even flinch. Then returns the blow with a haymaker of his own, sending Hellboy flying.

Abe attacks from behind while Alice tries to Spirit Wrack Gruagach. Both get swatted away with ease.

Then Gruagach turns his attention back to the fallen Hellboy, leaping on top of him, pinning him to the ground. Hellboy struggles, but he's just too weak.

GRUAGACH
I've dreamt of this moment for years. And I must say, I'm disappointed. I thought you'd be more of a challenge.

The Gruagach grabs a heavy chunk of rubble and prepares to crush the defenseless Hellboy. As he's about to deliver the fatal blow --

A MASSIVE JAGUAR BEAST tackles Gruagach from behind. They tumble away, tearing at one another in a whirlwind of fangs and fur. The Jaguar Beast ROARS! Gruagach rages, ripping the beast off and tossing him into the wall next to Hellboy, who's just now regaining his bearings.

HELLBOY
*Daimio??*

The Jaguar Beast narrows its eyes with dim recognition, then turns back to the Gruagach. Hellboy does the same.

HELLBOY (CONT'D)
Let's do this.

Hellboy and the Jaguar Beast attack as a team. While the Jaguar Beast rakes the Gruagach with its claws, Hellboy delivers one stone-fisted haymaker after another. The Gruagach backs up, overwhelmed by the two-front assault.

Gruagach lashes out wildly, catching Hellboy underneath the chin. With Hellboy staggered, the Gruagach presses his advantage, raining down blow after blow, until Hellboy is left on his knees, beaten and bloodied.

The Jaguar Beast leaps onto Gruagach's back, trying to draw his attention. But Gruagach reaches up and grabs the Jaguar Beast, smashing it against a wall, knocking it out cold.

He then returns to the business at hand, pulling Hellboy's head back to expose his throat. Jaws opening wide --

BLOOD QUEEN (O.S.)
Enough!

THE BLOOD QUEEN APPEARS, floating high above them, at the precipice of the wide gap torn through the ceiling.

GRUAGACH
(confused)
My Queen. What are you -- ?

A wet, rasping cough chokes off the rest of his sentence. The Gruagach staggers, catching himself on a nearby column. He shoots a stunned, betrayed look at the Blood Queen as her plague and the horrible realization washes over him.

GRUAGACH (CONT'D)
No! I found you! I set all this in motion! I was the beginning of it!

She moves closer, whispering:

BLOOD QUEEN
And I am the end. Poor Gruagach. Forgive me. I needed someone to challenge Hellboy, to push him to the edge, weaken his resolve.

The Gruagach falls to his knees and begins to shrivel, plague blisters appearing across his withered flesh.

GRUAGACH
...but...you promised...

BLOOD QUEEN
To make you whole, powerful beyond compare. And for a brief shining moment, you were. But that moment has passed.

Eyes silently pleading, the Gruagach coughs black blood and falls over dead. Hellboy glares at the Blood Queen, rising unsteadily back to his feet.

HELLBOY
(demanding)
Where's my father? Is he alive?

BLOOD QUEEN
For now.

HELLBOY
Why did you bring me here?

BLOOD QUEEN
To finish this once and for all...

She gestures, magically lifting Hellboy up off his feet, then violently SENDS HIM CRASHING THROUGH THE FAR WALL, which crumbles and gives way to reveal a HIDDEN TOMB.

INSIDE THE TOMB

Hellboy slowly, painfully recovers, looks up to see he's lying at the base of a HUGE STONE SARCOPHAGUS covered in pagan symbols and Celtic runes. An image of a LION WEARING A CROWN stares back at him, carved into its lid.

The Blood Queen appears at the edge of the tomb --

BLOOD QUEEN (CONT'D)
Just think how many spent their lifetimes searching for Artur's tomb, when it's been right here all along.

Another wave of her hand, and the sarcophagus' heavy stone lid EXPLODES, revealing ARTUR'S SKELETAL REMAINS resting within, EXCALIBUR clutched firmly in his bony grasp.

BLOOD QUEEN (CONT'D)
You can feel it, can't you? How it calls to you, stirring the thing at the core of your being? The thing you were destined to be.

CLOSE ON HELLBOY - staring at Excalibur, mesmerized by it.

BLOOD QUEEN (CONT'D)
Take the sword. It's yours by right.

Hellboy slowly, almost unconsciously, reaches for the sword. The Blood Queen's eyes light with anticipation.

BLOOD QUEEN (CONT'D)
Yes. Do it. Do it now!

Hellboy is about to grasp the hilt, but then stops.

HELLBOY
No.

He turns to face the Blood Queen --

HELLBOY (CONT'D)
I don't know what your game is here, but I'm done playing.

BLOOD QUEEN
(sighs)
Oh well. If you will not accept your destiny, then I shall have to force it upon you...

She holds up her hand. A bound PROFESSOR BROOM flies into it.

BROOM
(weakly)
...Hellboy...

HELLBOY
Father!
(to the Blood Queen)
Let him go! I'm the one you really want! Take me!

BLOOD QUEEN
Silly little devil. I already have you. You just don't know it yet.

With that, the Blood Queen scrapes one of her long nails down Broom's neck, infecting him with her plague.

HELLBOY
NOOOOO!!

As she lets the Professor fall, Hellboy rushes from the tomb, catches him, cradling him in his arms. The disease quickly spreads, consuming Broom right before Hellboy's eyes. He reaches out to gently touch Hellboy's face, taking one last, long look at his son before breathing his last, dying breath. Hellboy clutches Broom to his chest, drowning in sorrow.

Alice and Abe both arrive just in time to witness the gut-wrenching scene.

BLOOD QUEEN
Save your tears. His death was a mercy compared to what I have planned for the rest of mankind.

Hellboy glares at her, eyes filled with hate.

BLOOD QUEEN (CONT'D)
All because you were too cowardly to use Excalibur when you had the chance.

Setting Broom down, Hellboy rises, jaw set, firsts clenched.

BLOOD QUEEN (CONT'D)
Both of your fathers would be ashamed.

That's it! Blinded by rage, Hellboy turns and marches back into the tomb, taking hold of Excalibur. Without a moment's hesitation, he yanks the sword away from Artur, who crumbles to dust.

As Hellboy holds Excalibur aloft, the BLADE CATCHES FIRE, just like in his vision. Hellboy then spins to face the Blood Queen with an expression of savage fury.

As he stalks toward her, the Blood Queen smiles victoriously, closing her eyes in anticipation of the blow... welcoming it.

SLASH! HELLBOY CUTS OFF THE BLOOD QUEEN'S HEAD.

It tumbles to the cathedral floor, coming to rest not far from where Hellboy stands. Still very much alive, she watches, enraptured, as Hellboy begins to change. Horns growing to their full length, a FIERY CROWN appearing above his head. He is becoming the THE BEAST OF THE APOCALYPSE.

BLOOD QUEEN (CONT'D)
Look at you. So beautiful. You are victory on a scale I never imagined.

EXT. LONDON - DAY

An inhuman ROAR echoes across London. The ground trembles and splits open, fires blazing. People flee in terror as hideous HELL BEASTS claw their way up through the cracks. Everywhere, the CREATURES OF DARKNESS begin to emerge. GIANT TENTACLES rise from the Thames, wrapping themselves around London Bridge, tearing it down. It's the beginning of the end.

INT. CATHEDRAL - CONTINUOUS

Hellboy's transformation continues, turning him into something both god-like and demonic. The Blood Queen's severed head rants, revelling in her victory.

BLOOD QUEEN
You see, fate bred you for this moment. It is why I led you to Myrddin, knowing what you would discover. Artur was just a man. In his hand, Excalibur was a holy instrument. But in yours, it will bring more death and destruction than anything I could summon. You will be my plague now!

Meanwhile, Alice desperately tries to revive Broom, while Abe searches through the rubble to find Daimio, who's changed back into his human form but is still too weak to move.

DAIMIO
Take this...

He pulls his ankle gun and gives it to Abe.

DAIMIO (CONT'D)
There's a special bullet. It will kill him. You'll only get one shot, make it count.

ABE SAPIEN
What?! No. I... I can't.

DAIMIO
You don't have a choice, Abe. Look at him.

Abe looks at what Hellboy has become, then reluctantly takes the gun and makes his way across the cathedral, leveling it at Hellboy as he approaches. Hellboy just stands there, staring. No recognition there. No humanity left.

ABE SAPIEN
Forgive me...

As Abe's finger tightens on the trigger --

VOICE (O.S.)
This isn't you. You're better than this.

Abe stops and lowers the gun, turning toward the familiar voice to find THE GHOST OF PROFESSOR BROOM emerging through the smoke and fire. An ectoplasmic trail leads back to Alice, who kneels next to Broom's body, eyes shut, focused and concentrating. The same thing she did with Lady Hatton's corpse at the Osiris Club.

BROOM'S GHOST
Your whole life has been leading to this moment. But what happens next is entirely up to you.

Hellboy cocks his head, not sure what to make of this little ghost.

BLOOD QUEEN
Don't listen to this old fool. You were meant for this. To follow in your <u>real</u> father's footsteps.

Broom ignores her, walks right up to Hellboy --

BROOM'S GHOST
She thinks she can use you, make you into something you're not.
(MORE)

BROOM'S GHOST (CONT'D)
But I've always encouraged you to be your own man. And if that's half the man I think you are, then you have it in you to choose for yourself.

BLOOD QUEEN
This is the real you. It always has been, long before you even set foot in this world. Embrace your true potential! Burn out the past! Be rid of the weakness and shame!

BROOM'S GHOST
I told you that you'd always have choices. Now's the time to choose. Not who you are... but who you are going to be.
(beat)
So choose.

BLOOD QUEEN
(raging)
He's lying! The choice is already made! You are the Great Beast of the Apocalypse! Now destroy your enemies! Kill them all!!

Hellboy looks to the Blood Queen, then down at the sword in his hand, its flames growing even brighter. Shaken from his reverie, his brow furrows with anger. He turns back to Broom, Abe and Alice, raising the sword high, as if to strike them all down with one mighty blow...

...then plunges Excalibur deep into one of the broken stone columns, lying on the ground.

BLOOD QUEEN (CONT'D)
NOOOOO!!!

Through the cathedral's crumbling walls, we can see the storm subsiding. Rays of sunshine punch through the dissipating cloud cover, and the creatures of darkness flee in terror.

The Giant Tentacles recede into the River Thames. And the hell beasts slip back into the cracks in the earth, which begin to seal shut behind them.

BLOOD QUEEN (CONT'D)
You fool! What have you done!?!
Fulfill your destiny!!

Hellboy, becoming his old self again, reaches up and takes hold of his horns, snapping them off at the base. He tosses them aside and picks up the Blood Queen's severed head...

HELLBOY
Anyone ever told you you talk too much?

...THEN DROP KICKS it out of the cathedral and into one of the remaining hell cracks, which seals shut, taking the Blood Queen's fading cries with it.

Off to one side, Alice and Abe watch as Hellboy turns back to the Professor's ghost, which is already beginning to fade. Its an emotionally charged moment, knowing this is the last time they'll speak to one another.

HELLBOY (CONT'D)
You knew, didn't you?

BROOM
That you were destined to become the Beast of the Apocalypse? Yes. I've always known.

HELLBOY
Then why -- ?

BROOM
Because... believing in prophecies is one thing, believing in you is quite another. In the end, I knew you'd do the right thing.

HELLBOY
How could you be so sure?

BROOM
Fathers know their sons.

Broom continues to fade. Hellboy reaches out, desperate to hold onto the moment. But his hand passes right through him.

HELLBOY
Don't leave me. I'm not ready.

BROOM
Yes, my boy. You are.

Broom's ghost vanishes, leaving Hellboy standing over his father's body, filled with pain and heartache.

Knowing Hellboy needs a moment alone with his grief, Alice goes to check on Abe, who's still standing there in shock, holding the gun.

ABE SAPIEN
I almost... I mean... I was this close... I could have killed...

ALICE
But you didn't. That's all that matters.

DAIMIO (O.S.)
Hello? A little help.

Alice and Abe go to extricate Daimio from the rubble. Once he's back on his feet, Abe hands him the gun.

ABE SAPIEN
Here. Don't think I'll be needing this again any time soon.

DAIMIO
Yeah, me neither.

Daimio ejects the magic bullet, unscrews it and scatters its arcane contents to the four winds.

ALICE
So... werewolf, huh?

DAIMIO
Were-jaguar, actually.

ABE SAPIEN
Interesting.

Abe pats Daimio on the back as they go to comfort Hellboy, who's still kneeling next to Broom. Alice puts a loving hand on his shoulder. All of them silhouetted against the fading sun. Excalibur sticks up out of the stone next to Broom's body, forming a makeshift cross, like a gravestone.

DISSOLVE TO:

EXT. CASTLE - DAY

Hellboy stands at the gates of an imposing Gothic castle sitting high atop a hill overlooking the Danube River.

**SUPER: CASTLE GIURESCU, AUSTRIA - SIX MONTHS LATER**

CLOSE ON - Hellboy speaking into some kind of handheld radio:

HELLBOY
Hellboy to Bureau, Hellboy to Bureau, can you hear me?
(static)
This connection isn't worth a crap.
(tries again)
If you're receiving me, I've found Giurescu. He's alive, wounded, and on the loose somewhere underground.

Still nothing. Hellboy puts the radio away and turns to look back down over the mountainside. Checks his watch, an impatient expression.

HELLBOY (CONT'D)
This guy would be late to his own funeral.

REVEAL - Abe and Alice, dressed in matching B.P.R.D. field jackets/uniforms.

ALICE
Poor choice of words, given the circumstances.

ABE SAPIEN
Maybe he's still getting adjusted to the time difference.

HELLBOY
It's been six months!

DAIMIO (O.S.)
Don't you ever stop bitching?

Daimio appears, also dressed in a B.P.R.D. uniform, only his seems different, made from some sort of stretchable material.

ALICE
Glad you could join us.

HELLBOY
Why aren't you ready?

DAIMIO
It's not just something I can turn on and off like a light switch. It's a biochemical reaction to pain and emotional dur --

SMACK! Hellboy slaps him hard across the face. A stunned Daimio GROWLS in response, instantly transforming into the WERE-JAGUAR.

HELLBOY
There. Much better. Now let's go kick some undead ass.

As they turn to head into the castle, Alice stands on her tiptoes to give Hellboy a little peck on the cheek.

ALICE
For luck.

HELLBOY
We're talking vampires here. It's gonna take a lot more than that.

She smiles and plants one on him, a real barn-burner of a kiss. Abe politely looks away, rolling his eyes.

They wait...

...and wait.

The Daimio/Were-Jaguar GROWLS impatiently.

ABE SAPIEN
Welcome to the Freak Show.

PUSH IN on the lingering kiss as we --

FADE TO BLACK.

**THE END**